

Young Christopher D.
Form 4
October 02, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Young Christopher D.

(Last) (First) (Middle)

HARRIS CORPORATION, 1680
UNIVERSITY AVENUE

(Street)

ROCHESTER, NY 14610

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

HARRIS CORP /DE/ [HRS]

3. Date of Earliest Transaction
(Month/Day/Year)

09/28/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

Former Pres., Comm. Systems

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, Par Value \$1.00	09/28/2018		M	531 ⁽¹⁾ A	\$ 0 1,817.38	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	\$ 0	09/28/2018		D	929	08/25/2020 ⁽²⁾ <u>(2)</u>	Common Stock, Par Value \$1.00 929
Restricted Stock Units	\$ 0	09/28/2018		M	531	08/25/2020 ⁽²⁾ <u>(2)</u>	Common Stock, Par Value \$1.00 531
Restricted Stock Units	\$ 0	09/28/2018		D	1,078	08/24/2021 ⁽³⁾ <u>(3)</u>	Common Stock, Par Value \$1.00 1,078
Performance Stock Units	\$ 0	09/28/2018		D	921	⁽⁴⁾ <u>(4)</u>	Common Stock, Par Value \$1.00 921
Performance Stock Units	\$ 0	09/28/2018		D	1,713	⁽⁵⁾ <u>(5)</u>	Common Stock, Par Value \$1.00 1,713
Performance Stock Units	\$ 0	09/28/2018		D	2,156	⁽⁶⁾ <u>(6)</u>	Common Stock, Par Value \$1.00 2,156

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Young Christopher D. HARRIS CORPORATION 1680 UNIVERSITY AVENUE ROCHESTER, NY 14610	Former Pres., Comm. Systems

Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Christopher D. Young

10/02/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Prorated vesting of restricted stock units from award described in note (2) below. (Each restricted stock unit represents a contingent right to 1 share of Issuer's common stock.)

Of 1,490 restricted stock units awarded on 8/25/2017 (previously reported and originally scheduled to vest on 8/25/2020), upon
- (2) termination of the reporting person's employment on 9/28/2018, 929 were forfeited and 531 vested due to proration for service. (Each restricted stock unit represents a contingent right to 1 share of Issuer's common stock.)

Of 1,078 restricted stock units awarded on 8/24/2018 (previously reported and originally scheduled to vest on 8/24/2021), upon
- (3) termination of the reporting person's employment on 9/28/2018, all were forfeited. (Each restricted stock unit represents a contingent right to 1 share of Issuer's common stock.)

Of 3,680 performance stock units awarded on 8/26/2016 (previously reported and scheduled to vest at end of 3-fiscal-year performance period on 6/28/2019), upon termination of the reporting person's employment on 9/28/2018, 921 were forfeited and 2,759 were prorated for service (and remain subject to future vesting and also subject to future adjustment based on award payout formula). (Each performance stock unit represents a contingent right to 1 share of Issuer's common stock.)
- (4) Of 2,920 performance stock units awarded on 8/25/2017 (previously reported and scheduled to vest at end of 3-fiscal-year performance period on 7/3/2020), upon termination of the reporting person's employment on 9/28/2018, 1,713 were forfeited and 1,207 were prorated for service (and remain subject to future vesting and also subject to future adjustment based on award payout formula). (Each performance stock unit represents a contingent right to 1 share of Issuer's common stock.)
- (5) Of 2,156 performance stock units awarded on 8/24/2018 (previously reported and scheduled to vest at end of 3-fiscal-year performance period on 7/2/2021), upon termination of the reporting person's employment on 9/28/2018, all were forfeited. (Each performance stock unit represents a contingent right to 1 share of Issuer's common stock.)
- (6)

Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.