

Wozniak John K
Form 4
February 07, 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
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wozniak John K

(Last) (First) (Middle)

MOTOROLA SOLUTIONS,
INC., 500 WEST MONROE

(Street)

CHICAGO, IL 60661

(City) (State) (Zip)

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

Motorola Solutions, Inc. [MSI]

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

02/05/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CVP and CAO

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)
Motorola Solutions, Inc. - Common Stock	02/05/2018		M	9,385 A \$ 38.04	20,098.5399	D	
Motorola Solutions, Inc. - Common Stock	02/05/2018		M	8,380 A \$ 45.19	28,478.5399	D	
Motorola Solutions,	02/05/2018		M	12,051 A \$ 51.33	40,529.5399	D	

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Inc. -
Common
Stock

Motorola
Solutions,
Inc. -
Common
Stock

02/05/2018

M

13,020

A

\$ 56.17

53,549.5399 D

Motorola
Solutions,
Inc. -
Common
Stock

02/05/2018

M

2,741

A

\$ 71.22

56,290.5399 D

Motorola
Solutions,
Inc. -
Common
Stock

02/05/2018

S

45,577

D

\$
104.9045
(1)

10,713.5399
(2) D

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

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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)

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
Employee Stock Option - Right to Buy	\$ 38.04	02/05/2018		M		9,385		<u>(3)</u>	02/22/2021	Motorola Solutions, Inc. - Common Stock	9,385
Employee Stock Option - Right to	\$ 45.19	02/05/2018		M		8,380		<u>(4)</u>	05/03/2021	Motorola Solutions, Inc. - Common	8,380

Buy								Stock	
Employee								Motorola	
Stock								Solutions,	
Option -	\$ 51.33	02/05/2018		M	12,051	<u>(5)</u>	05/02/2022	Inc. -	12,051
Right to								Common	
Buy								Stock	
Employee								Motorola	
Stock								Solutions,	
Option -	\$ 56.17	02/05/2018		M	13,020	<u>(6)</u>	05/13/2023	Inc. -	13,020
Right to								Common	
Buy								Stock	
Employee								Motorola	
Stock								Solutions,	
Option -	\$ 71.22	02/05/2018		M	2,741	<u>(7)</u>	03/10/2026	Inc. -	2,741
Right to								Common	
Buy								Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wozniak John K MOTOROLA SOLUTIONS, INC. 500 WEST MONROE CHICAGO, IL 60661			CVP and CAO	

Signatures

Amber J. Livingston, on behalf of John K. Wozniak, Corporate Vice President and Chief Accounting Officer (Power of Attorney on File) 02/07/2018

__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).
- \$104.9045 is the weighted average sales price. Prices for this transaction ranged from \$104.57 to \$105.10. The Reporting Person
- (1) undertakes to provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
 - (2) Includes shares acquired through the reinvestment of dividends.
 - (3) These options vested equally on February 22, 2012 and February 22, 2013.
 - (4) These options vested in three annual installments beginning on May 3, 2012.
 - (5) These options vested in three annual installments beginning on May 2, 2013.
 - (6) These options vested in three annual installments beginning on May 13, 2014.
 - (7) These options vest in three annual installments beginning on March 10, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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