

FOX SHELDON J  
Form 4  
August 22, 2017

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FOX SHELDON J

(Last) (First) (Middle)

HARRIS CORPORATION, 1025  
WEST NASA BOULEVARD

(Street)

MELBOURNE, FL 32919

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HARRIS CORP /DE/ [HRS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/21/2017

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 below) \_\_\_\_\_ Other (specify below)  
SVP, Integration & Engineering

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                                                 |
| Common Stock, Par Value \$1.00  | 08/21/2017                           |                                                    | M <sup>(1)</sup>               |                                                                   | 19,400                                                                                        | A                                                        | \$ 42.87 73,092.38                                    |
| Common Stock, Par Value \$1.00  | 08/21/2017                           |                                                    | S <sup>(1)</sup>               |                                                                   | 16,397                                                                                        | D                                                        | \$ 118.13 56,695.38                                   |
| Common Stock, Par Value \$1.00  | 08/21/2017                           |                                                    | S <sup>(1)</sup>               |                                                                   | 3,003                                                                                         | D                                                        | \$ 118.73 53,692.38                                   |

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|                                         |            |                  |        |   |                            |                          |   |
|-----------------------------------------|------------|------------------|--------|---|----------------------------|--------------------------|---|
| Common<br>Stock, Par<br>Value<br>\$1.00 | 08/21/2017 | M <sup>(1)</sup> | 30,900 | A | \$ 37.69                   | 84,592.38                | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 08/21/2017 | S <sup>(1)</sup> | 25,000 | D | \$<br>118.14<br><u>(4)</u> | 59,592.38                | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 08/21/2017 | S <sup>(1)</sup> | 5,900  | D | \$<br>118.72<br><u>(5)</u> | 53,692.38 <sup>(6)</sup> | 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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                                         |                      |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-----------------------------------------|----------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date                                             | Title                                   | Am<br>or<br>Nu<br>of |
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 42.87                                                           | 08/21/2017                              |                                                             | M <sup>(1)</sup>                     | 19,400                                                                                                       | 08/27/2013                                                     | 08/27/2020                                                     | Common<br>Stock,<br>Par Value<br>\$1.00 | 19                   |
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 37.69                                                           | 08/21/2017                              |                                                             | M <sup>(1)</sup>                     | 30,900                                                                                                       | 08/26/2014                                                     | 08/26/2021                                                     | Common<br>Stock,<br>Par Value<br>\$1.00 | 30                   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SVP, Integration & Engineering

FOX SHELDON J  
HARRIS CORPORATION  
1025 WEST NASA BOULEVARD  
MELBOURNE, FL 32919

## Signatures

/s/ Sheldon J.

Fox

08/22/2017

\*\*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) The exercises of options and sales of the underlying 50,300 shares on August 21, 2017 as reported on this Form 4 were executed pursuant to a sale plan adopted by the reporting person on May 19, 2017, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- The price reported in Column 4 is a weighted average sale price. The 16,397 shares were sold in multiple transactions at prices ranging
- (2) from \$117.46 to \$118.46 and a weighted average sale price of \$118.13. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported in Column 4 is a weighted average sale price. The 3,003 shares were sold in multiple transactions at prices ranging
- (3) from \$118.47 to \$119.01 and a weighted average sale price of \$118.73. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported in Column 4 is a weighted average sale price. The 25,000 shares were sold in multiple transactions at prices ranging
- (4) from \$117.48 to \$118.48 and a weighted average sale price of \$118.14. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported in Column 4 is a weighted average sale price. The 5,900 shares were sold in multiple transactions at prices ranging
- (5) from \$118.50 to \$118.99 and a weighted average sale price of \$118.72. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- Aggregate of 53,692.38 shares listed in Column 5 of Table I includes: (a) 4,879 restricted shares previously reported; (b) 58.36 shares acquired through the Harris Corporation 401(k) Retirement Plan ("Plan") from 12/16/16 through 5/31/17; (c) 413.87 shares acquired through a broker dividend reinvestment program from 3/24/17 through 6/16/17; and (c) a reduction of a .98 share due to rounding of previous reports by the Plan's record keeper.
- (6)

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.