

MOTOROLA INC
Form 8-K
November 29, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

November 29, 2004

Motorola, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-7221

36-1115800

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

1303 East Algonquin Road, Schaumburg,
Illinois

60196

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

847-576-5000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events.

On November 29, 2004, Motorola, Inc. issued a press release announcing that Motorola would distribute .110415 shares of Class B common stock of Freescale Semiconductor, Inc. per outstanding share of Motorola common stock on December 2, 2004 to Motorola shareholders of record as of the close of business on November 26, 2004.

Item 9.01. Financial Statements and Exhibits.

(c) The following is filed as an Exhibit to this Report:

Exhibit Number 99.1 Press Release by Motorola, Inc. dated November 29, 2004 announcing the Distribution Ratio for Motorola's Distribution of its Remaining Equity Interest in Freescale Semiconductor, Inc. on December 2, 2004.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Motorola, Inc.

November 29, 2004

By: *A. Peter Lawson*

Name: A. Peter Lawson

Title: Executive Vice President, General Counsel and Secretary

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release by Motorola, Inc. dated November 29, 2004 announcing the Distribution Ratio for Motorola, Inc.'s Distribution of its Remaining Equity Interest in Freescale Semiconductor, Inc. on December 2, 2004.