

HARRIS CORP /DE/
Form 4
August 27, 2013

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 *
MIKUEN SCOTT T

(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)
08/23/2013

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)
Sr VP-General Counsel & Secy

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, Par Value \$1.00	08/23/2013		D		3,585 (1) \$ 0	D	
Common Stock, Par Value \$1.00	08/23/2013		F		888 (2) \$ 56.97	D	
Common Stock, Par Value \$1.00	08/26/2013		M		900 (3) \$ 0	D	

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Common
 Stock, Par
 Value 08/26/2013 F 378 ⁽⁴⁾ D \$ 57.02 19,203.63 ⁽⁵⁾ D
 \$1.00

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 (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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (Right to Buy)	\$ 56.97	08/23/2013		A	40,000	08/23/2016 ⁽⁶⁾ 08/23/2023	Common Stock, Par Value \$1.00
Performance Stock Units	\$ 0 ⁽⁷⁾	08/23/2013		A	8,900	⁽⁷⁾ ⁽⁷⁾	Common Stock, Par Value \$1.00
Restricted Stock Units	\$ 0 ⁽⁸⁾	08/23/2013		A	1,500	⁽⁸⁾ ⁽⁸⁾	Common Stock, Par Value \$1.00
Restricted Stock Units	\$ 0 ⁽³⁾	08/26/2013		M	900	⁽³⁾ ⁽³⁾	Common Stock, Par Value \$1.00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIKUEN SCOTT T HARRIS CORPORATION			Sr VP-General Counsel & Secy	

1025 WEST NASA BOULEVARD
MELBOURNE, FL 32919

Signatures

/s/ Scott T.

08/27/2013

Mikuen

**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) Decrease in performance shares granted 8/27/10 based upon performance share payout formula.
- (2) Shares withheld by company to pay tax liability on vesting of performance shares previously awarded.
- (3) Each restricted stock unit represented a contingent right to receive one share of the Issuer's common stock. The 900 restricted stock units granted on 8/26/11 were vested and paid in shares of common stock on 8/26/13. The grant was previously reported.
- (4) Shares withheld by company to pay tax liability on vesting of restricted stock units previously awarded.
Aggregate of 19,203.63 shares listed in Column 5 of Table I includes: (a) 63.01 shares acquired through the Harris Corporation 401(k) Retirement Plan from 11/20/12 through 5/29/13 and (b) 10.48 shares acquired through the Harris Corporation Dividend Reinvestment Plan from 3/20/13 through 6/19/13.
- (6) Of the 40,000 shares granted on this 8/23/13 stock option, 13,334 shares are exercisable on 8/23/14, 13,333 shares are exercisable on 8/23/15, and 13,333 shares are exercisable on 8/23/16.
Each performance stock unit represents a contingent right to one share of the Issuer's common stock. Performance stock units are subject
- (7) to future adjustment; performance period started 6/29/13. The 8,900 performance stock units will vest on 7/1/16. Vested shares are subject to future adjustment and will be delivered to the reporting person within two and one-half months of vesting.
- (8) Each restricted stock unit represents a contingent right to one share of the Issuer's common stock. The 1,500 restricted stock units vest on 8/23/16.

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.