

Wozniak John K
Form 4
February 07, 2018

FORM 4

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

OMB APPROVAL

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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 *
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
 Officer (give title below) Other (specify below)
CVP and CAO

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 | (D) | Price |
| Motorola Solutions, Inc. - Common Stock | 02/05/2018 | | M | | 9,385 | A | \$ 38.04 |
| Motorola Solutions, Inc. - Common Stock | 02/05/2018 | | M | | 8,380 | A | \$ 45.19 |
| Motorola Solutions, Inc. - Common Stock | 02/05/2018 | | M | | 12,051 | A | \$ 51.33 |

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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 10,713.5399 D
(1) (2)

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

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

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

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. 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.