

HARRIS CORP /DE/
Form 4
April 05, 2005

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 *
ROUB BRYAN R

(Last) (First) (Middle)

CORPORATE
HEADQUARTERS, 1025 W. 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)
04/01/2005

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 and CFO

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)
Common Stock, Par Value \$1.00	04/05/2005		G	V 160 D \$ 0	244,542.78 ⁽¹⁾	D	
Common Stock, Par Value \$1.00					800 ⁽²⁾	I	by Spouse

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

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number.

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 (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)	8. Price or Amount of Derivative Security (Instr. 3 and 4)
Phantom Stock Units	\$ 0 ⁽³⁾	04/01/2005		I	13.26	<u>(4)</u> <u>(4)</u>	Common Stock, Par Value \$1.00	13.26 \$ 32

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROUB BRYAN R
CORPORATE HEADQUARTERS
1025 W. NASA BOULEVARD
MELBOURNE, FL 32919

Sr. VP and CFO

Signatures

/s/ Bryan R. 04/05/2005
Roub

**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) On March 30, 2005, Harris Corporation distributed a stock dividend, payable to all holders of record of common stock on March 14, 2005, of 1 share of common stock for each share of common stock outstanding. The aggregate of 244,542.78 shares includes shares acquired on 3/30/05 as a result of the 2-for-1 split, 37,000 performance shares previously awarded and subject to adjustment, and 16.48 shares acquired through the Harris Corporation 401(k) Retirement Plan from 3/10/05 through 3/30/05.

(2) On March 30, 2005, Harris Corporation distributed a stock dividend, payable to all holders of record of common stock on March 14, 2005, of 1 share of common stock for each share of common stock outstanding. The aggregate of 800 shares includes shares acquired on 3/30/05 as a result of the 2-for-1 split.

(3) Convertible on a 1-for-1 basis.

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- (4) Reported phantom stock units acquired (in an exempt transaction) under Harris Corporation's Supplemental Executive Retirement Plan and will be settled in cash following the reporting person's retirement, termination of service, or other specified events.

- On March 30, 2005, Harris Corporation distributed a stock dividend, payable to all holders of record of common stock on March 14, 2005, of 1 share of common stock for each share of common stock outstanding. The aggregate of 9,770.62 phantom stock units includes phantom units acquired on 3/30/05 as a result of the 2-for-1 split and 8.67 units acquired through dividend reinvestment in Harris Corporation's Supplemental Executive Retirement Plan on 3/10/05.
- (5)

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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