

HENRY ROBERT K
Form 4
November 08, 2005

FORM 4

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

OMB APPROVAL

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Expires: January 31, 2005
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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 *
HENRY ROBERT K

(Last) (First) (Middle)

GOVT. COMMS. SYSTEMS
DIVISION, 2400 PALM BAY
ROAD, N.E.

(Street)

PALM BAY, FL 32905

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/04/2005

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)
Senior VP & President - GCSD

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, Par Value \$1.00	11/04/2005		M		12,244 (1) \$ 15.4549	D	
Common Stock, Par Value \$1.00	11/04/2005		F		4,473 (1) \$ 42.3	D	
Common Stock, Par Value	11/04/2005		F		3,065 (1) \$ 42.3	D	

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Common Stock, Par Value	11/04/2005	M	22,040 (1)	A	\$ 20.9846	175,755.28	D
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\$1.00

Common Stock, Par Value	11/04/2005	F	10,933 (1)	D	\$ 42.3	164,822.28	D
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\$1.00

Common Stock, Par Value	11/04/2005	F	4,381 (1)	D	\$ 42.3	160,441.28 (2)	D
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\$1.00

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 15.4549	11/04/2005		M	12,244 (3)	08/28/2001 08/28/2008	Common Stock, Par Value \$1.00
Non-Qualified Stock Option (right to buy)	\$ 20.9846	11/04/2005		M	22,040 (3)	11/05/2000 11/05/2007	Common Stock, Par Value \$1.00

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

HENRY ROBERT K
GOVT. COMMS. SYSTEMS DIVISION
2400 PALM BAY ROAD, N.E.
PALM BAY, FL 32905

Senior VP & President - GCSD

Signatures

/s/ Robert K.
Henry

11/07/2005

**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) Stock swap exercise (referenced in Table II) and disposition of shares upon tax withholding.

Aggregate of 160,441.28 shares listed in Column 5 of Table I includes: (a) 42,500 performance shares previously reported and subject to adjustment; (b) 50,000 restricted shares previously reported and subject to vesting; and (c) 2.76 shares acquired through dividend reinvestment in the Harris Corporation 401(k) Retirement Plan on 9/2/05.

(3) Pursuant to the anti-dilution provisions of the Corporation's Stock Incentive Plan, all options outstanding on 3/30/05 became exercisable for twice as many shares at an exercise price of 50% of the then effective exercise price.

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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