

CONRADO EDUARDO F
Form 4
May 10, 2011

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 *
CONRADO EDUARDO F

(Last) (First) (Middle)
1303 E. ALGONQUIN ROAD
(Street)

SCHAUMBURG, IL 60196

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Motorola Solutions, Inc. [MSI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/06/2011

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)
SVP and CMO

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	(D)	Price
Motorola Solutions, Inc. Common Stock	05/06/2011		F		275	D	\$ 46.02 29,810
Motorola Solutions, Inc. Common Stock	05/07/2011		F		371	D	\$ 46.02 29,439
Motorola Solutions, Inc. Common Stock	05/08/2011		F		165	D	\$ 46.02 29,274

Inc. Common Stock							
Motorola Solutions, Inc. Common Stock	05/09/2011	M	2,976	A	\$ 18.53	32,250	D
Motorola Solutions, Inc. Common Stock	05/09/2011	M	1,785	A	\$ 26.13	34,035	D
Motorola Solutions, Inc. Common Stock	05/09/2011	M	1,853	A	\$ 28.27	35,888	D
Motorola Solutions, Inc. Common Stock	05/09/2011	M	1,266	A	\$ 28.86	37,154	D
Motorola Solutions, Inc. Common Stock	05/09/2011	S	7,880	D	\$ 46.1073 <u>(1)</u>	29,274	D

Motorola Solutions, Inc. Common Stock						711,484	I
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Held in the
Motorola
Solutions,
Inc. Stock
Fund of
the
Motorola
Solutions,
Inc. 401(k)
Plan

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)

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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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 18.53	05/09/2011		M	2,976	<u>(2)</u> 12/17/2013	Common Stock	2,976
Employee Stock Option (right to buy)	\$ 26.13	05/09/2011		M	1,785	<u>(3)</u> 05/07/2019	Common Stock	1,785
Employee Stock Option (right to buy)	\$ 28.27	05/09/2011		M	1,853	<u>(4)</u> 06/12/2014	Common Stock	1,853
Employee Stock Option (right to buy)	\$ 28.86	05/09/2011		M	1,266	<u>(5)</u> 05/05/2020	Common Stock	1,266

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONRADO EDUARDO F 1303 E. ALGONQUIN ROAD SCHAUMBURG, IL 60196			SVP and CMO	

Signatures

Kristin L. Kruska on behalf of Eduardo F. Conrado, Senior Vice President and Chief Marketing Officer (Power of Attorney on File) 05/10/2011

__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).

\$46.1073 is the weighted average sales price. Prices for this transaction ranged from \$46.09 to \$46.12. The Reporting Person undertakes

- (1) 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) These options vested in two annual installments on December 17, 2009 and December 17, 2010.
- (3) These options vest in four equal annual installments beginning on May 7, 2010.
- (4) These options vest in two annual installments on June 12, 2010 and June 12, 2011.
- (5) These options vest in three annual installments on May 5, 2011, May 5, 2012 and May 5, 2013.

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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