

NAIK RAJAN
Form 4
November 28, 2018

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 *
NAIK RAJAN

(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)
11/26/2018

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)
SVP, Chief Strtgy&Inn Offer

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 | 11/26/2018 | | M | | 2,740 | A | \$ 71.22 |
| | | | | | 10,544.2256 | D | |
| Motorola Solutions, Inc. - Common Stock | 11/26/2018 | | M | | 9,408 | A | \$ 76.11 |
| | | | | | 19,952.2256 | D | |
| Motorola Solutions, | 11/26/2018 | | M | | 2,458 | A | \$ 81.37 |
| | | | | | 22,410.2256 | D | |

Inc. -
Common
Stock

Motorola
Solutions,

Inc. - 11/26/2018 S 14,606 D \$ 127 7,804.2256 ⁽¹⁾ D
Common
Stock

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 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 | \$ 71.22 | 11/26/2018 | | M | 2,740 | ⁽²⁾ 03/10/2026 | Motorola Solutions, Inc. - Common Stock 2,740 |
| Employee Stock Option - Right to Buy | \$ 76.11 | 11/26/2018 | | M | 9,408 | ⁽³⁾ 04/01/2026 | Motorola Solutions, Inc. - Common Stock 9,408 |
| Employee Stock Option - Right to Buy | \$ 81.37 | 11/26/2018 | | M | 2,458 | ⁽⁴⁾ 03/09/2027 | Motorola Solutions, Inc. - Common Stock 2,458 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NAIK RAJAN MOTOROLA SOLUTIONS, INC. 500 WEST MONROE CHICAGO, IL 60661 | | | SVP, Chief Strtgy&Inn Offer | |

Signatures

Amber J. Livingston, on behalf of Rajan Naik, Senior Vice President, Chief Strategy & Innovation Officer (Power of Attorney Attached)

11/28/2018

__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).
- (1) Includes shares acquired through the reinvestment of dividends.
- (2) These options vest in three equal annual installments beginning on March 10, 2017.
- (3) These options vest in three equal annual installments beginning on April 1, 2017.
- (4) These options vest in three equal annual installments beginning on March 9, 2018.

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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