

ZEBRA TECHNOLOGIES CORP
 Form 4
 May 09, 2014

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 *
GAGNIER HUGH K

2. Issuer Name and Ticker or Trading Symbol
**ZEBRA TECHNOLOGIES CORP
 [ZBRA]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
30601 AGOURA ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP Global Operations

AGOURA HILLS, CA 91301

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	(D)	Price
Class A Common Stock					26,294	D	
Class A Common Stock	05/08/2014		M		9,686	A	\$ 51.62
Class A Common Stock	05/08/2014		S		9,686	D	\$ 74.956

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	\$ 43.35					(1)	02/06/2016	Class A Common Stock	4,960
Employee Stock Option	\$ 51.62	05/08/2014		M	9,686	(2)	02/07/2015	Class A Common Stock	9,686
Employee Stock Option	\$ 41.25					(3)	04/25/2017	Class A Common Stock	9,334
Employee Stock Option	\$ 36.49					(4)	04/24/2018	Class A Common Stock	14,480
Stock Appreciation Right	\$ 27.82					(5)	05/06/2020	Class A Common Stock	15,100
Stock Appreciation Right	\$ 41.57					(6)	05/05/2021	Class A Common Stock	12,516
Stock Appreciation Right	\$ 38.79					(7)	04/30/2022	Class A Common Stock	15,572
Stock Appreciation Right	\$ 46.07					(8)	05/03/2023	Class A Common Stock	9,775

