

Motorola Solutions, Inc.

Form 4

March 12, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BONANOTTE GINO A

(Last) (First) (Middle)

**MOTOROLA SOLUTIONS,
INC., 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)
03/10/2014

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) below)
EVP 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)
Motorola Solutions, Inc. - Common Stock	03/10/2014		A	3,010 (1)	A \$ 0 15,311.1404	D	
Motorola Solutions, Inc. - Common Stock	03/10/2014		A	7,526 (2)	A \$ 0 22,837.1404 (3)	D	

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 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	\$ 66.43	03/10/2014		A	25,020	<u>(4)</u> 03/10/2024	Motorola Solutions, Inc. - Common Stock 25,020
Employee Stock Option - Right to Buy	\$ 66.43	03/10/2014		A	41,736	<u>(5)</u> 03/10/2024	Motorola Solutions, Inc. - Common Stock 41,736

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONANOTTE GINO A MOTOROLA SOLUTIONS, INC. 1303 E. ALGONQUIN ROAD SCHAUMBURG, IL 60196			EVP and CFO	

Signatures

Kristin L. Kruska, on behalf of Gino A. Bonanotte, Executive Vice President and Chief Financial Officer, (Power of Attorney on file)

03/12/2014

____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) These units vest in three equal annual installments beginning on March 10, 2015.

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- These units vest the later of (a) the date on which the average closing price of the company common stock for any fifteen consecutive trading days is 115% or greater than the average closing price of the company common stock for the fifteen trading days immediately preceding the date of grant on March 10, 2014 and (b) in three equal annual installments on the first, second and third anniversary of the grant date beginning on March 10, 2015.
- (2)
- (3) Includes shares acquired under the Motorola Solutions Stock Purchase Plan and through the reinvestment of dividends.
- (4) These options vest in three equal annual installments beginning on March 10, 2015.

- These options vest the later of (a) the date on which the average closing price of the company common stock for any fifteen consecutive trading days is 115% or greater than the average closing price of the company common stock for the fifteen trading days immediately preceding the date of grant on March 10, 2014 and (b) in three equal annual installments on the first, second and third anniversary of the grant date beginning March 10, 2015.
- (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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