

PEKOFKSKE DANIEL G
 Form 4
 November 07, 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 *
 PEKOFKSKE DANIEL G

(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)
 11/05/2018

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)
 CVP and CAO

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 (A) or (D) Price | | |
| Motorola Solutions, Inc. | 11/05/2018 | | M | | 1,135 A \$ 71.22 | 4,998 | D |
| Motorola Solutions, Inc. | 11/05/2018 | | M | | 1,018 A \$ 81.37 | 6,016 | D |
| Motorola Solutions, Inc. | 11/05/2018 | | M | | 862 A \$ 90.56 | 6,878 | D |
| Motorola Solutions, | 11/05/2018 | | S | | 117 D \$ 123.01 | 6,761 | D |

Inc.
 Motorola Solutions, Inc. 11/05/2018 S 3,015 D 123.1287 3,746 D
 \$
(1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option - Right to Buy | \$ 71.22 | 11/05/2018 | | M | 1,135 | <u>(2)</u> 03/10/2026 | Motorola Solutions, Inc. - Common Stock | 1,135 | |
| Employee Stock Option - Right to Buy | \$ 81.37 | 11/05/2018 | | M | 1,018 | <u>(3)</u> 03/09/2027 | Motorola Solutions, Inc. - Common Stock | 1,018 | |
| Employee Stock Option - Right to Buy | \$ 90.56 | 11/05/2018 | | M | 862 | <u>(4)</u> 11/01/2017 | Motorola Solutions, Inc. - Common Stock | 862 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PEKOFKSKE DANIEL G
MOTOROLA SOLUTIONS, INC.
500 WEST MONROE
CHICAGO, IL 60661

CVP and CAO

Signatures

Amber J. Livingston, on behalf of Daniel G. Pekofske, Corporate Vice President and Chief Accounting Officer (Power of Attorney on File)

11/07/2018

__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).
\$123.1287 is the weighted average sales price. Prices for this transaction ranged from \$123.1251 to \$123.1288. The Reporting Person
- (1) undertakes 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 three equal annual installments beginning on March 10, 2017.
 - (3) These options vested in three equal annual installments beginning on March 9, 2018.
 - (4) These options vested in two equal annual installments beginning on November 1, 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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