

MOLLOY JOHN P
Form 4
February 22, 2019

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 *
MOLLOY JOHN P

(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)
02/20/2019

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)

EVP, Products & Sales

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	02/20/2019		M		68,307	A	\$ 81.37
					86,911.0251	D	(1)
Motorola Solutions, Inc. - Common Stock	02/20/2019		M		2,558	A	\$ 68.34
					89,469.0251	D	(1)
Motorola Solutions,	02/20/2019		S		70,865	D	\$ 139.4148
					18,604.0251	D	(1)

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Inc. - Common Stock						(2)	
Motorola Solutions, Inc. - Common Stock	02/21/2019		M	9,130	A	\$ 81.37	27,734.0251 (1) D
Motorola Solutions, Inc. - Common Stock	02/21/2019		S	9,130	D	\$ (3) 139.4252	18,604.0251 (1) D

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
Performance Contingent Stock Options	\$ 81.37	02/20/2019		M	68,307	(4) 08/25/2022		Motorola Solutions, Inc. - Common Stock	68,307
Employee Stock Option - Right to Buy	\$ 68.34	02/20/2019		M	2,558	(5) 11/10/2025		Motorola Solutions, Inc. - Common Stock	2,558
Performance Contingent Stock Options	\$ 81.37	02/21/2019		M	9,130	(4) 08/25/2022		Motorola Solutions, Inc. - Common	9,130

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOLLOY JOHN P MOTOROLA SOLUTIONS, INC. 500 WEST MONROE CHICAGO, IL 60661			EVP, Products & Sales	

Signatures

Amber J. Livingston on behalf of John P. Molloy, Executive Vice President, Products & Sales (Power of Attorney on File)

02/22/2019

__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 under the Motorola Solutions Employee Stock Purchase Plan and through the reinvestment of dividends.
\$139.4148 is the weighted average sales price. Prices for this transaction ranged from \$139.25 to \$139.87. The Reporting Person
- (2) 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.
\$139.4252 is the weighted average sales price. Prices for this transaction ranged from \$139.30 to \$139.65. The Reporting Person
- (3) 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.
- (4) These performance based stock options vested upon the attainment, by August 25, 2018 of the satisfaction of certain financial performance objectives.
- (5) These options vested in three equal annual installments beginning on November 10, 2016.

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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