

STEVERSON LEWIS A
Form 4
November 02, 2011

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 *
STEVERSON LEWIS A

(Last) (First) (Middle)

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)
10/31/2011

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, General Counsel and Sec.

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)
Motorola Solutions, Inc. - Common Stock	10/31/2011		M	4,799 A	\$ 43.1	37,313.2479 (1)	D
Motorola Solutions, Inc. - Common Stock	10/31/2011		M	937 A	\$ 26.13	38,250.2479	D
Motorola Solutions,	10/31/2011		M	3,611 A	\$ 28.27	41,861.2479	D

Inc. -
Common
Stock

Motorola
Solutions,
Inc. -
Common
Stock

10/31/2011 M 593 A \$ 28.86 42,454.2479 D

Motorola
Solutions,
Inc. -
Common
Stock

10/31/2011 S 9,940 D \$ 47.1093 32,514.2479 D
(2)

Motorola
Solutions,
Inc. -
Common
Stock

10/31/2011 S 1,927 D \$ 47.1 30,587.2479 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)	8. Amount or Number of Shares
Employee Stock Option - Right to Buy	\$ 43.1	10/31/2011		M	4,799	(3) 05/06/2018	Common Stock	4,799
Employee Stock Option -	\$ 26.13	10/31/2011		M	937	(4) 05/07/2019	Common Stock	937

Right to Buy

Employee Stock

Option - Right to Buy	\$ 28.27	10/31/2011	M	3,611	<u>(5)</u>	06/12/2014	Common Stock	3,611
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Employee Stock

Option - Right to Buy	\$ 28.86	10/31/2011	M	593	<u>(6)</u>	05/05/2020	Common Stock	593
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEVERSON LEWIS A 1303 E. ALGONQUIN ROAD SCHAUMBURG, IL 60196			SVP, General Counsel and Sec.	

Signatures

Kristin L. Kruska on behalf of Lewis A. Steverson, Senior Vice President, General Counsel and Secretary (Power of Attorney On File) 11/02/2011

__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) \$47.1093 is the weighted average sales price. Prices for this transaction ranged from \$47.02 to \$47.23. The Reporting Person 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.
- (3) These options vest in four annual installments beginning on May 6, 2009.
- (4) These options vest in four annual installments beginning May 7, 2010.
- (5) These options fully vested on June 12, 2011.
- (6) These options vest in three annual installments beginning on May 5, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.