

AUTHENTEC INC
Form 4
March 05, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
HARRIS CORP /DE/

(Last) (First) (Middle)

1025 WEST NASA BOULEVARD

(Street)

MELBOURNE, FL 32919-0001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AUTHENTEC INC [AUTH]

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, Par Value \$0.01 | 03/03/2008 | | S | 200 D \$ 9.72 | 3,498,069 | D | |
| Common Stock, Par Value \$0.01 | 03/03/2008 | | S | 300 D \$ 9.73 | 3,497,769 | D | |
| Common Stock, Par Value \$0.01 | 03/03/2008 | | S | 300 D \$ 9.75 | 3,497,469 | D | |

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| | | | | | | | |
|---|------------|---|-------|---|---------|-----------|---|
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 900 | D | \$ 9.76 | 3,496,569 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 300 | D | \$ 9.77 | 3,496,269 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 100 | D | \$ 9.78 | 3,496,169 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 600 | D | \$ 9.81 | 3,495,569 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 600 | D | \$ 9.85 | 3,494,969 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 900 | D | \$ 9.87 | 3,494,069 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 1,200 | D | \$ 9.88 | 3,492,869 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 500 | D | \$ 9.89 | 3,492,369 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 6,714 | D | \$ 9.9 | 3,485,655 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 2,202 | D | \$ 9.91 | 3,483,453 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 4,998 | D | \$ 9.92 | 3,478,455 | D |
| | 03/03/2008 | S | 2,500 | D | \$ 9.93 | 3,475,955 | D |

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| | | | | | | | |
|---|------------|---|-------|---|--------------|-----------|---|
| Common Stock, Par Value \$0.01 | | | | | | | |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 2,900 | D | \$ 9.9399 | 3,473,055 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 3,450 | D | \$ 9.95 | 3,469,605 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 650 | D | \$ 9.9606 | 3,468,955 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 500 | D | \$ 9.97 | 3,468,455 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 100 | D | \$ 9.98 | 3,468,355 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 1,700 | D | \$ 9.99 | 3,466,655 | D |
| Common Stock, Par Value \$0.01 | 03/03/2008 | S | 300 | D | \$ 9.66 | 3,466,355 | D |
| Common Stock, Par Value \$0.01 | 03/04/2008 | S | 2,745 | D | \$ 10 | 3,463,610 | D |
| Common Stock, Par Value \$0.01 | 03/04/2008 | S | 1,776 | D | \$ 10.01 | 3,461,834 | D |
| Common Stock, Par Value \$0.01 | 03/04/2008 | S | 2,451 | D | \$ 10.02 | 3,459,383 | D |
| | 03/04/2008 | S | 2,949 | D | \$ 10.03 | 3,456,434 | D |

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Common
Stock, Par
Value
\$0.01

Common
Stock, Par
Value
\$0.01

| | | | | | | |
|------------|---|-------|---|----------|-----------|---|
| 03/04/2008 | S | 5,211 | D | \$ 10.04 | 3,451,223 | D |
|------------|---|-------|---|----------|-----------|---|

Common
Stock, Par
Value
\$0.01

| | | | | | | |
|------------|---|-------|---|----------|-----------|---|
| 03/04/2008 | S | 1,826 | D | \$ 10.05 | 3,449,397 | D |
|------------|---|-------|---|----------|-----------|---|

Common
Stock, Par
Value
\$0.01

| | | | | | | |
|------------|---|-------|---|----------|-----------|---|
| 03/04/2008 | S | 1,023 | D | \$ 10.06 | 3,448,374 | D |
|------------|---|-------|---|----------|-----------|---|

Common
Stock, Par
Value
\$0.01

| | | | | | | |
|------------|---|-----|---|----------|-----------|---|
| 03/04/2008 | S | 300 | D | \$ 10.08 | 3,448,074 | 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.

SEC 1474
(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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HARRIS CORP /DE/ 1025 WEST NASA BOULEVARD MELBOURNE, FL 32919-0001 | | X | | |

Signatures

Harris Corporation /s/ Scott T. Mikuen Vice President, Associate General Counsel and
Corporate Secretary

03/05/2008

__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).

Remarks:

This Form 4 is the second of the three being filed by the Reporting Person on March 5, 2008. A total of three Forms 4 were fi

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.