

BROWN GREGORY Q  
Form 4  
December 01, 2017

**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 \*  
**BROWN GREGORY Q**

(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)  
**11/29/2017**

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)  
**Chairman and CEO**

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 | 11/29/2017                           |  | M                              | 50,000 A  | \$ 40.33 99,014.922   | D  |   |
| Motorola Solutions, Inc. - Common Stock | 11/29/2017                           |  | S                              | 50,000 D  | \$ 94.3203 (1) 49,014.922 (2)   | D  |   |
| Motorola Solutions,                     |                                      |  |                                |   | 121,899 (3)   | I  | By Trust  |

|   |  |                       |   |  |  |  |   |
|---|--|-----------------------|---|--|--|--|---|
| Inc. -<br>Common<br>Stock                           |  |                       |   |  |  |  |   |
| Motorola<br>Solutions,<br>Inc. -<br>Common<br>Stock |  | 81,000 <sup>(4)</sup> | I |  |  |  | By Trust  |
| Motorola<br>Solutions,<br>Inc. -<br>Common<br>Stock |  | 2,220                 | I |  |  |  | Held by<br>wife   |
| Motorola<br>Solutions,<br>Inc. -<br>Common<br>Stock |  | 51,107                | I |  |  |  | 2016<br>Grantor<br>Retained<br>Annuity<br>Trust,<br>reporting<br>person is<br>Trustee |
| Motorola<br>Solutions,<br>Inc. -<br>Common<br>Stock |  | 55,731                | I |  |  |  | 2017<br>Grantor<br>Retained<br>Annuity<br>Trust,<br>reporting<br>person is<br>Trustee |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount<br>or   |

|                                      |                 |            |   |        |     |            | Number of Shares   |
|--------------------------------------|-----------------|------------|---|--------|-----|------------|--|
| Employee Stock Option - Right to Buy | \$ 40.33<br>(5) | 11/29/2017 | M | 50,000 | (6) | 08/27/2018 | Motorola Solutions, Inc. - Common Stock<br>50,000<br>(5) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| BROWN GREGORY Q<br>MOTOROLA SOLUTIONS, INC.<br>500 WEST MONROE<br>CHICAGO, IL 60661 | X             |           | Chairman and CEO |       |

## Signatures

Kristin L. Kruska, on behalf of Gregory Q. Brown, Chairman and Chief Executive Officer  
(Power of Attorney on File)

12/01/2017

\_\_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).

\$94.3203 is the weighted average sales price. Prices for this transaction ranged from \$94.02 to \$94.86. The Reporting Person undertakes (1) 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) Includes shares acquired through the reinvestment of dividends and dividend equivalent rights credited to the reporting person when and as dividends were paid on Motorola Solutions, Inc. common stock.

(3) These shares are held in an irrevocable trust for the benefit of the reporting persons children. The reporting person is trustee of this trust.

(4) These shares are held in an irrevocable trust for the benefit of the reporting person's wife and children. The reporting person's wife is trustee of this trust.

This Option was originally reported as covering 2,320,652 shares in total at an exercise price of \$9.60 per share, but was adjusted to (5) reflect the dividend by Motorola Solutions, Inc. ("MSI") of all outstanding shares of Motorola Mobility Holdings, Inc. to stockholders and the MSI 1-for-7 reverse stock split that occurred on January 4, 2011.

(6) These options vested in three annual installments beginning on July 31, 2009.

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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