

HARRIS CORP /DE/
Form DEFA14A
September 09, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

HARRIS CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

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- .. Fee paid previously with preliminary materials:

- .. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for the
Annual Meeting of Shareholders to Be Held on October 23, 2015.**

Meeting Information

Meeting Type: Annual Meeting

HARRIS CORPORATION

For holders as of: August 28, 2015

Date: October 23, 2015 **Time:** 1:00 PM

Location: Harris Technology Center
1395 Troutman Boulevard
Palm Bay, Florida 32905

HARRIS CORPORATION

1025 WEST NASA BOULEVARD

MELBOURNE, FL 32919

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

Notice of 2015 Annual Meeting and Proxy Statement Annual Report for Fiscal Year Ended July 3, 2015

How to View Online:

Have the information that is printed in the box marked by the arrow (located on the following page) and visit:
www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL*:* sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before October 11, 2015 to facilitate timely delivery.

To consent to receive proxy materials electronically in future years: Go to www.proxyvote.com and make that selection when prompted.

How To Vote

Please Choose One of the Following Voting Methods

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have available the information that is printed in the box marked by the arrow (located on the following page) and follow the instructions.

Vote by Telephone: You can vote by telephone by following the telephone voting instructions included on page 3 of the proxy materials, which you may access either by viewing online or by requesting and receiving a paper or e-mail copy, as described in the box above.

Vote By Mail: You can vote by mail by requesting and receiving a paper copy of the materials, which will include a proxy card.

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Voting Items

The Board of Directors recommends a vote FOR each nominee listed in Proposal 1 and FOR Proposals 2, 3, 4 and 5.

1. Election of Directors for a One-Year Term
Expiring at 2016 Annual Meeting of Shareholders

Nominees:

1a. William M. Brown

1b. Peter W. Chiarelli

1c. Thomas A. Dattilo

1d. Terry D. Growcock

1e. Lewis Hay III

1f. Vyomesh I. Joshi

1g. Karen Katen

1h. Leslie F. Kenne

1i. David B. Rickard

1j. Dr. James C. Stoffel

1k. Gregory T. Swienton

1l. Hansel E. Tookes II

2. Advisory Vote to Approve the Compensation of Named Executive Officers as Disclosed in Proxy Statement

3. Approval of new Harris Corporation 2015 Equity Incentive Plan

4. Approval of new Harris Corporation Annual Incentive Plan

5. Ratification of Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2016

NOTE: The named proxies also are authorized, in their discretion, to consider and act upon such other business as may properly come before the 2015 Annual Meeting or any adjournments or postponements thereof.

