

MOTOROLA INC  
Form 4  
August 09, 2006

# FORM 4

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

OMB APPROVAL

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## 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 \*  
Garriques Ronald

(Last) (First) (Middle)

600 NORTH U.S. HIGHWAY 45

(Street)

LIBERTYVILLE, IL 60048

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MOTOROLA INC [MOT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/09/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

EVP, Pres, Mobile Devices

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 (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  | (A) or (D)   | Price   |
| Motorola, Inc. - Common Stock   | 08/09/2006                           |  | M                              |   | 44,704  | A  | \$ 10.5583  |
|                                 |                                      |  |                                |   |   |  | 523,312.9758<br><u>(1) (2)</u>                        |
| Motorola, Inc. - Common Stock   | 08/09/2006                           |  | M                              |   | 27,940  | A  | \$ 16.3028  |
|                                 |                                      |  |                                |   |   |  | 551,252.9758<br><u>(1) (2)</u>                        |
| Motorola, Inc. - Common Stock   | 08/09/2006                           |  | M                              |   | 100,000   | A  | \$ 15.47  |
|                                 |                                      |  |                                |   |   |  | 651,252.9758<br><u>(1) (2)</u>                        |

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|                               |            |   |        |   |          |                                       |   |
|-------------------------------|------------|---|--------|---|----------|---------------------------------------|---|
| Motorola, Inc. - Common Stock | 08/09/2006 | F | 9,863  | D | \$ 22.81 | 641,389.9758<br><u>(1)</u> <u>(2)</u> | D |
| Motorola, Inc. - Common Stock | 08/09/2006 | S | 46,000 | D | \$ 23.12 | 595,389.9758<br><u>(1)</u> <u>(2)</u> | D |
| Motorola, Inc. - Common Stock | 08/09/2006 | S | 51,700 | D | \$ 23.13 | 543,689.9758<br><u>(1)</u> <u>(2)</u> | D |
| Motorola, Inc. - Common Stock | 08/09/2006 | S | 90,081 | D | \$ 23.15 | 453,608.9758<br><u>(1)</u> <u>(2)</u> | D |

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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Am Num Sha  |
| Employee Stock Option (Right to Buy)       | \$ 10.5583   | 08/09/2006                           |  | M                              | 44,704  | 08/09/2003 <sup>(3)</sup> 08/09/2012                     | Motorola, Inc. - Common Stock 44                            |
| Employee Stock Option (Right to Buy)       | \$ 16.3028   | 08/09/2006                           |  | M                              | 27,940  | 05/04/2005 <sup>(4)</sup> 05/04/2014                     | Motorola, Inc. - Common Stock 27                            |
| Employee Stock                             | \$ 15.47   | 08/09/2006                           |  | M                              | 100,000   | 05/03/2006 <sup>(5)</sup> 05/03/2015                     | Motorola, Inc. - 10   |

Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| Garriques Ronald<br>600 NORTH U.S. HIGHWAY 45<br>LIBERTYVILLE, IL 60048 |               |           | EVP, Pres,<br>Mobile<br>Devices |       |

## Signatures

Carol Forsyte on behalf of Ronald Garriques, Executive Vice President, President, Mobile Devices, Motorola, Inc. (Power of Attorney on File)

08/09/2006

\_\_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 restricted stock units received pursuant to dividend equivalent rights which were credited to the reporting person when and as dividends were paid on shares of Motorola common stock.
- (2) Includes shares acquired under the Motorola Employee Stock Purchase Plan.
- (3) This option vests as follows: 11,176 shares on 8/9/03; 22,352 shares on 8/9/04; 33,528 shares on 8/9/05 and 44,704 on 8/9/06.
- (4) This option vests in four equal annual installments of 27,940 shares each beginning on May 4, 2005.
- (5) This option vests in four equal annual installments of 100,000 shares each beginning on May 3, 2006.

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