ZEBRA TECHNOLOGIES CORP

Form 4 May 09, 2013

FORM 4

Check this box

OMB APPROVAL

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TERZICH MICHAEL H		ting Person *	2. Issuer Name and Ticker or Trading Symbol ZEBRA TECHNOLOGIES CORP [ZBRA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) C/O ZEBRA CORPORAT CORPORAT PARKWAY	TE WOODS	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/07/2013	Director 10% OwnerX_ Officer (give title Other (specify below) SVP, Global Sales & Marketing		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		

VERNON HILLS, IL 60061

Form filed by More than One Reporting

Person

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispo (Instr. 3,	sed of 4 and (A) or	` ′	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)
Class A Common Stock							35,506	D	
Class A Common Stock	05/07/2013		M	3,700	A	\$ 19.56	39,206	D	
Class A Common Stock	05/07/2013		M	4,180	A	\$ 27.82	43,386	D	

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Class A Common Stock	05/07/2013	F	1,737	D	\$ 46.67	41,649	D
Class A Common Stock	05/07/2013	F	1,963	D	\$ 46.67	39,686	D
Class A Common Stock	05/07/2013	S	3,383	D	\$ 46.3741	36,303	D
Class A Common Stock	05/07/2013	S	7,712	D	\$ 46.3741	28,591	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar	
Employee Stock Option	\$ 43.35					<u>(1)</u>	02/06/2016	Class A Common Stock	5,76	
Employee Stock Option	\$ 47.12					(2)	02/11/2014	Class A Common Stock	10,50	
Employee Stock Option	\$ 51.62					(3)	02/07/2015	Class A Common Stock	9,680	
Employee Stock Option	\$ 41.25					<u>(4)</u>	04/25/2017	Class A Common Stock	10,66	
Employee Stock Option	\$ 36.49					(5)	04/24/2018	Class A Common	14,48	

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							Stock	
Stock Appreciation Right	\$ 19.56	05/07/2013	M	6,371	<u>(6)</u>	05/07/2019	Class A Common Stock	6,37
Stock Appreciation Right	\$ 27.82	05/07/2013	M	10,350	<u>(7)</u>	05/06/2020	Class A Common Stock	10,35
Stock Appreciation Right	\$ 41.57				(8)	05/05/2021	Class A Common Stock	11,56
Stock Appreciation Right	\$ 38.79				<u>(9)</u>	04/30/2022	Class A Common Stock	14,32
Stock Appreciation Right	\$ 46.07				(10)	05/03/2023	Class A Common Stock	8,689

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TERZICH MICHAEL H C/O ZEBRA TECHNOLOGIES CORPORATION 333 CORPORATE WOODS PARKWAY VERNON HILLS, IL 60061

SVP, Global Sales & Marketing

Signatures

/s/ Jim L. Kaput, attorney-in-fact 05/09/2013

**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).
- Of the shares subject to such option, 865 vested on February 6, 2007, 1,009 vested on February 6, 2008, 1,153 vested on February 6, 2009, 1,298 vested on February 6, 2010 and 1,442 vested on February 6, 2011.
- Of the shares subject to such option, 1,575 vested on February 11, 2005, 1,837 vested on February 11, 2006, 2,100 vested on February 11, 2007, 2,362 vested on February 11, 2008 and 2,626 vested on February 11, 2009.
- Of the shares subject to such option, 1,452 vested on February 7, 2006, 1,695 vested on February 7, 2007, 1,937 vested on February 7, 2008, 2,180 vested on February 7, 2009 and 2,422 vested on February 7, 2010.
- (4) Of the shares subject to such option, 2,666 vested on April 25, 2008, 2,667 vested on April 25, 2009, 2,667 vested on April 25, 2010 and 2,667 vested on April 25, 2011.
- (5) Of the shares subject to such option, 3,620 vested on April 24, 2009, 3,620 vested on April 24, 2010, 3,620 vested on April 24, 2011 and 3,620 vested on April 24, 2012.
- (6) Of the stock appreciation right shares subject to this SAR 6,371 shares vested on May 7, 2013.

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- Of the stock appreciation right shares subject to this SAR, 3,450 shares vested on May 6, 2011, 3,450 shares vested on May 6, 2012, 3,450 shares vested on May 6, 2013 and 3,450 shares vest on May 6, 2014.
- Of the stock appreciation right shares subject to this SAR, 2,890 shares vested on May 5, 2012, 2,891 shares vested on May 5, 2013, 2,891 shares vest on May 5, 2014 and 2,891 shares vest on May 5, 2015.
- (9) Of the stock appreciation right shares subject to this SAR, 3,581 shares vested on April 30, 2013, 3,581 shares vest on April 30, 2014, 3,582 shares vest on April 30, 2015 and 3,582 shares vest on April 30, 2016
- (10) Of the stock appreciation right shares subject to this SAR, 2,172 shares vest on 5/3/2014, 2,172 shares vest on 5/3/2015, 2,172 shares vest on 5/3/2016 and 2,173 shares vest on 5/3/2017.

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.