

AUTHENTEC INC
Form 4
December 11, 2007

FORM 4

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

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

OMB APPROVAL

OMB
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(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)
12/07/2007

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 (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)
Common Stock	12/07/2007		X	(A) or (D) Amount (1) \$ 9	3,226,451	D	
Common Stock	12/07/2007		S	(A) or (D) Amount (1) \$ 16.71	3,203,633	D	
Common Stock	12/07/2007		X	(A) or (D) Amount (2) \$ 2.0048	3,558,787	D	
Common Stock	12/07/2007		S	(A) or (D) Amount (2) \$ 16.78	3,516,355	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**

SEC 1474
(9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Preferred Stock Purchase Warrant	\$ 9	12/07/2007		X		42,365		03/14/2001	09/25/2010	Common Stock <u>(3)</u>	42,365
Warrant to Purchase Shares of Series C Preferred Stock	\$ 2.0048	12/07/2007		X		355,154		02/24/2003	12/31/2007	Common Stock <u>(3)</u>	355,154

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

Name: /s/ Scott T. Mikuen Title: Vice President, Associate General Counsel and Corporate Secretary

12/11/2007

__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) Net exercise of Preferred Stock Purchase Warrants held by Harris Cororation resulting in a net acquisition of 19,547 shares of Common Stock.
- (2) Net exercise of Warrants to Purchase Shares of Series C Preferred Stock held by Harris Corporation resulting in a net acquisition of 312,722 shares of Common Stock.

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- (3) Upon the closing of the issuer's initial public offering on July 2, 2007, each warrant to purchase Preferred Stock automatically became a warrant to purchase Common Stock.

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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