

WHITCHURCH CHARLES R

Form 4

December 02, 2005

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WHITCHURCH CHARLES R

2. Issuer Name **and** Ticker or Trading  
Symbol  
ZEBRA TECHNOLOGIES  
CORP/DE [ZBRA]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
ZEBRA TECHNOLOGIES  
CORPORATION, 333  
CORPORATE WOODS  
PARKWAY

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/02/2005

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

(Street)  
VERNON HILLS, IL 60061

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  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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			
Class A Common Stock	12/02/2005		M		6,159	A \$ 11.81	2,252	D	
Class A Common Stock	12/02/2005		M		8,435	A \$ 18.17	2,252	D	
Class A Common Stock	12/02/2005		M		6,500	A \$ 21.62	2,252	D	

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Class A Common Stock	12/02/2005	S	942	D	\$ 44.61	2,252	D
Class A Common Stock	12/02/2005	S	600	D	\$ 44.6	2,252	D
Class A Common Stock	12/02/2005	S	100	D	\$ 44.59	2,252	D
Class A Common Stock	12/02/2005	S	100	D	\$ 44.57	2,252	D
Class A Common Stock	12/02/2005	S	300	D	\$ 44.55	2,252	D
Class A Common Stock	12/02/2005	S	2,900	D	\$ 44.5	2,252	D
Class A Common Stock	12/02/2005	S	600	D	\$ 44.49	2,252	D
Class A Common Stock	12/02/2005	S	100	D	\$ 44.47	2,252	D
Class A Common Stock	12/02/2005	S	800	D	\$ 44.39	2,252	D
Class A Common Stock	12/02/2005	S	200	D	\$ 44.38	2,252	D
Class A Common Stock	12/02/2005	S	100	D	\$ 44.36	2,252	D
Class A Common Stock	12/02/2005	S	200	D	\$ 44.34	2,252	D
Class A Common Stock	12/02/2005	S	200	D	\$ 44.32	2,252	D
Class A Common Stock	12/02/2005	S	1,000	D	\$ 44.29	2,252	D
Class A Common	12/02/2005	S	900	D	\$ 44.28	2,252	D

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Stock

Class A Common Stock	12/02/2005	S	300	D	\$ 44.27	2,252	D
Class A Common Stock	12/02/2005	S	300	D	\$ 44.26	2,252	D
Class A Common Stock	12/02/2005	S	300	D	\$ 44.17	2,252	D
Class A Common Stock	12/02/2005	S	900	D	\$ 44.15	2,252	D
Class A Common Stock	12/02/2005	S	200	D	\$ 44.14	2,252	D
Class A Common Stock	12/02/2005	S	200	D	\$ 44.13	2,252	D
Class A Common Stock	12/02/2005	S	1,200	D	\$ 44.11	2,252	D
Class A Common Stock	12/02/2005	S	150	D	\$ 44.1	2,252	D
Class A Common Stock	12/02/2005	S	100	D	\$ 44.05	2,252	D
Class A Common Stock	12/02/2005	S	8,002	D	\$ 44.03	2,252	D
Class A Common Stock	12/02/2005	S	400	D	\$ 44.02	2,252	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)

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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)		8. D	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 11.81	12/02/2005		M		6,159		<u>(1)</u>	03/02/2009	Class A Common Stock	45,000
Employee Stock Option	\$ 18.17	12/02/2005		M		8,435		<u>(2)</u>	02/14/2011	Class A Common Stock	11,250
Employee Stock Option	\$ 21.62	12/02/2005		M		6,500		<u>(3)</u>	02/08/2012	Class A Common Stock	56,250
Employee Stock Option	\$ 25.23							<u>(4)</u>	02/11/2013	Class A Common Stock	15,750
Employee Stock Option	\$ 51.62							<u>(5)</u>	02/07/2015	Class A Common Stock	9,686

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITCHURCH CHARLES R ZEBRA TECHNOLOGIES CORPORATION 333 CORPORATE WOODS PARKWAY VERNON HILLS, IL 60061			CFO and Treasurer	

## Signatures

Charles R.  
Whitchurch  
12/02/2005  
\_\_\_\_\_  
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)

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Of such options, 9,900 vested on March 2, 2000, 10,800 vested on March 2, 2001, 7,200 vested on March 2, 2002, 8,100 vested on March 2, 2003 and 9,000 vested on March 2, 2004.

- (2) Of such options, 1,687 vested on February 14, 2002, 1,968 vested on February 14, 2003, 2,250 vested on February 14, 2004, 2,530 vested on February 14, 2005 and 2,815 vest on February 14, 2006.
- (3) Of such options, 8,437 vested on February 8, 2003, 9,843 vested on February 8, 2004, 11,250 vested on February 8, 2005, 12,655 vest on February 8, 2006 and 14,065 vest on February 8, 2007.
- (4) Of such options, 2,362 vested on February 11, 2004, 2,755 vested on February 11, 2005, 3,150 vest on February 11, 2006, 3,543 vest on February 11, 2007 and 3,940 vest on February 11, 2008.
- (5) Of such options, 1,453 vest on February 7, 2006, 1,695 vest on February 7, 2007, 1,937 vest on February 7, 2008, 2,179 vest on February 7, 2009 and 2,422 vest on February 7, 2010.

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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