

ZEBRA TECHNOLOGIES CORP

Form 4

February 12, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 SECURITIESFiled 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 *
KAPUT JIM L

(Last) (First) (Middle)

C/O ZEBRA TECHNOLOGIES
CORPORATION, 3 OVERLOOK
POINT

(Street)

LINCOLNSHIRE, IL 60069

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ZEBRA TECHNOLOGIES CORP
[ZBRA]3. Date of Earliest Transaction
(Month/Day/Year)
02/10/20164. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
SVP, General Counsel & Secy6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
Class A Common Stock				(A) or (D)			
			Code	V	Amount		Price
					20,962	D	
Class A Common Stock	02/10/2016		A	7,164 (1)	A \$ 0 28,126	D	

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

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information contained in this form are not
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(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)		8. Date of Acquisition or Disposition (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Appreciation Right	\$ 38.79					<u>(2)</u>	04/30/2022	Class A Common Stock	2,958	
Stock Appreciation Right	\$ 46.07					<u>(3)</u>	05/03/2023	Class A Common Stock	3,983	
Stock Appreciation Right <u>(2)</u>	\$ 74.72					<u>(4)</u>	05/08/2024	Class A Common Stock	4,406	
Stock Appreciation Right	\$ 108.2					<u>(5)</u>	05/15/2025	Class A Common Stock	3,587	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KAPUT JIM L C/O ZEBRA TECHNOLOGIES CORPORATION 3 OVERLOOK POINT LINCOLNSHIRE, IL 60069	SVP, General Counsel & Secy

Signatures

/s/ Jim L. Kaput 02/12/2016

**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) Previously unreportable performance based restricted stock granted May 3, 2013 with a 3 year performance period ended December 31, 2015. Converted to restricted shares as of February 10, 2016 performance certification with May 3, 2016 vesting date.
- (2) Of the stock appreciation right shares subject to this SAR, 2,958 shares vest on April 30, 2016.
- (3) Of the stock appreciation right shares subject to this SAR, 1,991 shares vested on May 3, 2014, 1,991 shares vested on May 3, 2015, 1,991 shares vest on May 3, 2016 and 1,992 shares vest on May 3, 2017.
- (4) Of the stock appreciation right shares subject to this SAR, 1,101 shares vested on May 8, 2015, 1,101 shares vest on May 8, 2016, 1,102 shares vest on May 8, 2017 and 1,102 shares vest on May 8, 2018.
- (5) Of the stock appreciation right shares subject to this SAR, 897 shares vest on May 15, 2016, 897 shares vest on May 15, 2017, 897 shares vest on May 15, 2018 and 897 shares vest on May 15, 2019.

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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