

Harris Stratex Networks, Inc.
Form 4
May 15, 2009

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 *
HARRIS CORP /DE/

2. Issuer Name and Ticker or Trading Symbol
Harris Stratex Networks, Inc.
[HSTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

1025 WEST NASA BOULEVARD

05/13/2009

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MELBOURNE, FL 32919

(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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock ⁽¹⁾	05/13/2009		C		32,913,377	A	\$ 0 32,913,377
Class A Common Stock ⁽¹⁾	05/13/2009		J		32,913,377	D	\$ 0 0

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)	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 of Number of Shares
Class B Common Stock ⁽¹⁾	<u>(1)</u>	05/13/2009		C	32,913,377	<u>(2)</u>	<u>(3)</u>	Class A Common Stock	32,913,377

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HARRIS CORP /DE/
1025 WEST NASA BOULEVARD
MELBOURNE, FL 32919

X X

Signatures

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

05/15/2009

__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).
- Harris Corporation ("Harris") owns 32,913,377 shares of Class B common stock ("Class B Common Stock"), of Harris Stratex Networks, Inc. ("HSTX"), which represent all outstanding shares of such class. Each share of Class B Common Stock is exchangeable at the holder's option at any time for one share of Class A common stock ("Class A Common Stock"), of HSTX. Harris is distributing all shares of HSTX it owns to shareholders of Harris by means of a pro rata dividend. The record date for this dividend was 5:30 p.m. Eastern Time on May 13, 2009 and the dividend will be payable on May 27, 2009 ("Payment Date"). Immediately prior to the Payment Date, Harris will exchange the 32,913,377 shares of the Class B Common Stock it owns for 32,913,377 shares of Class A Common Stock and will distribute these shares of Class A Common Stock in the dividend. Until it exchanges Class B Common Stock, Harris will continue to have the right to elect five of the nine directors of HSTX separately as a class.
- (1) Immediately exchangeable
 - (2) None

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.