ZEBRA TECHNOLOGIES CORP/DE

Form 4/A May 29, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

2. Issuer Name and Ticker or Trading

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

Class A

05/25/2007

(Print or Type Responses)

TERZICH MICHAEL H

1. Name and Address of Reporting Person *

ZEBRA TECHNOLOGIES (Check all applicable) CORP/DE [ZBRA] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 333 CORPORATE WOODS 05/25/2007 SVP, Global Sales & Marketing **PARKWAY** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 05/25/2007 Form filed by More than One Reporting VERNON HILLS, IL 60061 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired 1. Title of 2. Transaction Date 2A. Deemed 3. 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned Ownership (D) or Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Price Amount (D) Code V Class A Common 05/25/2007 M 11,250 18,340 (6) D A 21.62 Stock Class A Common Ι 425.4425 By 401(k) Stock Class A Common M 9,562 $27,902 \frac{(6)}{}$ D 05/25/2007 Stock

S

5,056

D

\$

22,846 (6)

D

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Common Stock					39.95 (8)		
Class A Common Stock	05/25/2007	S	656	D	\$ 39.96 (8)	22,190 (6)	D
Class A Common Stock	05/25/2007	S	2,121	D	\$ 39.97 (8)	20,069 (6)	D
Class A Common Stock	05/25/2007	S	1,600	D	\$ 39.98 (8)	18,469 (6)	D
Class A Common Stock	05/25/2007	S	500	D	\$ 39.99 (8)	17,969 <u>(6)</u>	D
Class A Common Stock	05/25/2007	S	2,000	D	\$ 40 (8)	15,969 <u>(6)</u>	D
Class A Common Stock	05/25/2007	S	100	D	\$ 40.01 (8)	15,869 (6)	D
Class A Common Stock	05/25/2007	S	4,079	D	\$ 40.02 (8)	11,790 (6)	D
Class A Common Stock	05/25/2007	S	3,600	D	\$ 40.03 (8)	8,190 (6)	D
Class A Common Stock	05/25/2007	S	1,100	D	\$ 40.04 (8)	7,090 (6)	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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		
					and 5)		

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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 43.35						<u>(1)</u>	02/06/2016	Class A Common Stock	5,767
Employee Stock Option	\$ 21.62	05/25/2007	M			11,250	(2)	02/08/2012	Class A Common Stock	11,250
Employee Stock Option	\$ 25.23	05/25/2007	M			9,562	(3)	02/11/2013	Class A Common Stock	15,188
Employee Stock Option	\$ 47.12						<u>(4)</u>	02/11/2014	Class A Common Stock	10,500
Employee Stock Option	\$ 51.62						<u>(5)</u>	02/07/2015	Class A Common Stock	9,686
Employee Stock Option	\$ 41.25						<u>(7)</u>	04/25/2017	Class A Common Stock	10,667

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TERZICH MICHAEL H 333 CORPORATE WOODS PARKWAY VERNON HILLS, IL 60061

SVP, Global Sales & Marketing

Signatures

Michael Terzich 05/29/2007

**Signature of 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) Of such options, 865 vested on February 16, 2007, 1,009 vest on February 6, 2008, 1,153 vest on February 6, 2009, 1,298 vest on February 6, 2010 and 1,442 vest on February 6, 2011.
- (2) All such options vested on February 8, 2007.
- (3) Of such options, 4,500 vested on February 11, 2006, 5,062 vested on February 11, 2007 and 5,626 vest on February 11, 2008.
- (4) Of such options, 1,575 vested on February 11, 2005, 1,837 vested on February 11, 2006, 2,100 vested on February 11, 2007, 2,362 vest on February 11, 2008 and 2,626 vest on February 11, 2009.

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- (5) Of such options, 1,452 vested on February 7, 2006, 1,695 vested on February 7, 2007, 1,937 vest on February 7, 2008, 2,180 vest on February 7, 2009 and 2,422 vest on February 7, 2010.
- (6) Includes 5,472 restricted shares that will vest on 10/20/07.
- Of such options, 2,666 vest on April 25, 2008, 2,667 vest on April 25, 2009, 2,667 vest on April 25, 2010 and 2,667 vest on April 25, 2011.
- (8) This Amended Form 4 is being filed to disclose the correct sales price of the shares sold. The previous Form 4, filed on May 25, 2007, incorrectly disclosed \$39.99 as the sales price for all 20,812 shares sold on May 25, 2007.

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.