



**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): August 2, 2018**

**Motorola Solutions, Inc.**

(Exact Name of Registrant as Specified in Charter)

**DELAWARE**

(State or Other Jurisdiction of Incorporation)

**1-7221**

(Commission File Number)

**36-1115800**

(IRS Employer Identification No.)

**500 W. Monroe Street  
Chicago, Illinois**

(Address of Principal Executive Offices)

**60661**

(Zip Code)

**Registrant's telephone number, including area code: (847) 576-5000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



The information in this Form 8-K that is furnished under "Item 7.01 Regulation FD Disclosure" and Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

**Item 7.01. Regulation FD Disclosure**

*Change in Segment Reporting*

During the second quarter of 2018, Motorola Solutions, Inc. (the "Company") modified its internal reporting structure to better align the way financial information is reported to and analyzed by executive leadership, in part, as a result of recent acquisitions contributing to the growth within the newly aligned Services and Software segment. Previously, the Company had two reporting segments: Products and Services. The changes in reporting structure consist of Systems Integration related revenue and costs moving from the old Services segment into the newly presented Products and Systems Integration segment and Software related revenue and costs moving from the old Products segment into the newly presented Services and Software segment.

The Company realigned its Products and Services segments into two new segments:

- **Products and Systems Integration:** The Products and Systems Integration segment offers an extensive portfolio of infrastructure, devices, accessories, video solutions, and the implementation, optimization, and integration of such systems, devices, and applications, including the Company's: (i) "ASTRO" products, which meet the Association of Public Safety Communications Officials Project 25 standard, (ii) "Dimetra" products which meet the European Telecommunications Standards Institute Terrestrial Trunked Radio "TETRA" standard, (iii) Professional and Commercial Radio ("PCR") products, (iv) broadband technology products, such as Long-Term Evolution ("LTE"), and (v) video solutions, such as video surveillance cameras.
- **Services and Software:** The Services and Software segment includes a continuum of service offerings beginning with repair, technical support, and maintenance. More advanced offerings include monitoring, software updates, and cybersecurity services. Managed service offerings range from partial to full operation of customer or Company owned solutions. Software includes public safety and enterprise command center solutions, unified communications applications, and video software solutions, delivered both on premise and "as a service".

For informational purposes and to assist investors in making comparisons of the Company's historical financial information with future financial information that will reflect the realignment of its two operating segments, previously reported selected historical financial information for sales and operating earnings of the Company for the first quarter of 2018, fiscal year 2017 (including by quarter), and fiscal year 2016 has been recast to reflect the realignment of the Company's two segments. The recast segment information, presented on a GAAP and Non-GAAP basis, is included as Exhibit 99.1.

The changes in the reportable segment structure discussed above affect only the manner in which the results of the Company's reportable segments were previously reported. This Form 8-K does not restate the Company's previously reported consolidated statements for any period. Nor does it reflect any subsequent information or events, other than as required to reflect the change in segments as described above. This Form 8-K, including Exhibit 99.1 should be read in conjunction with the Company's Annual Reports on Form 10-K for the years ended December 31, 2016 and 2017 and the Company's interim filings for such years with the Securities and Exchange Commission.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibit

<u>Exhibit No.</u>	<u>Description</u>
99.1	Recast Segment Information of Motorola Solutions, Inc.



**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#"><u>Recast Segment Information of Motorola Solutions, Inc.</u></a>



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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOTOROLA SOLUTIONS, INC.  
(Registrant)

Dated: August 2, 2018

By: /s/ John K. Wozniak  
Name: John K. Wozniak  
Title: Corporate Vice President and  
Chief Accounting Officer



**Exhibit 99.1**

**Motorola Solutions, Inc. and Subsidiaries**  
**Segment Realignment**

**Total Motorola Solutions**

	<u>Annual</u>	<u>Quarters (Unaudited)</u>				<u>Annual</u>	<u>Quarter</u>
	<u>2016</u>	<u>April 1, 2017</u>	<u>July 1, 2017</u>	<u>September 30, 2017</u>	<u>December 31, 2017</u>	<u>2017</u>	<u>March 31, 2018</u>
Net sales from products, as reported	\$3,649	\$ 703	\$ 848	\$ 989	\$ 1,233	\$3,772	\$ 801
Net sales from services, as reported	2,389	578	649	656	724	2,608	667
Net sales, as reported	<u>6,038</u>	<u>1,281</u>	<u>1,497</u>	<u>1,645</u>	<u>1,957</u>	<u>6,380</u>	<u>1,468</u>
GAAP operating earnings ("OE") from products, as reported	725	88	172	260	399	919	89
GAAP OE from services, as reported	323	85	89	87	104	365	82
GAAP OE, as reported	<u>1,048</u>	<u>173</u>	<u>261</u>	<u>347</u>	<u>503</u>	<u>1,284</u>	<u>171</u>
Non-GAAP OE from products, as reported	882	94	186	280	418	978	127
Non-GAAP OE from services, as reported	500	118	130	132	148	528	133
Non-GAAP OE, as reported	<u>1,382</u>	<u>212</u>	<u>316</u>	<u>412</u>	<u>566</u>	<u>1,506</u>	<u>260</u>
<b>Realigned Segments (Unaudited)</b>							
Net sales from products and systems integration ("SI")	4,394	855	1,047	1,174	1,437	4,513	952
Net sales from services and software	1,644	426	450	471	520	1,867	516
Net sales	<u>6,038</u>	<u>1,281</u>	<u>1,497</u>	<u>1,645</u>	<u>1,957</u>	<u>6,380</u>	<u>1,468</u>
GAAP OE from products and SI	762	97	190	266	416	969	90
GAAP OE services and software	286	76	71	81	87	315	81
GAAP OE	<u>1,048</u>	<u>173</u>	<u>261</u>	<u>347</u>	<u>503</u>	<u>1,284</u>	<u>171</u>
Non-GAAP OE from products and SI	921	102	204	285	435	1,026	125
Non-GAAP OE from services and software	461	110	112	127	131	480	135
Non-GAAP OE	<u>\$1,382</u>	<u>\$ 212</u>	<u>\$ 316</u>	<u>\$ 412</u>	<u>\$ 566</u>	<u>\$1,506</u>	<u>\$ 260</u>



**Non-GAAP**

**Motorola Solutions, Inc. and Subsidiaries**  
**Segment Realignment Operating Earnings after Non-GAAP Adjustments**

**FY 2016**

	<b>TOTAL</b>	<b>Products and Systems Integration</b>	<b>Services and Software</b>
Net sales	\$6,038	\$ 4,394	\$ 1,644
Operating earnings ("OE")	\$1,048	\$ 762	\$ 286
<b>Above-OE non-GAAP adjustments:</b>			
Share-based compensation expense	68	50	18
Reorganization of business charges	138	105	33
Intangibles amortization expense	113	2	111
Acquisition related transaction fees	13	—	13
Building impairment	2	2	—
<b>Total above-OE non-GAAP adjustments</b>	<b>334</b>	<b>159</b>	<b>175</b>
Operating earnings after non-GAAP adjustments	\$1,382	\$ 921	\$ 461
Operating earnings as a percentage of net sales – GAAP	17.4%	17.3%	17.4%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	22.9%	21.0%	28.0%

**Q1 2017**

	<b>TOTAL</b>	<b>Products and Systems Integration</b>	<b>Services and Software</b>
Net sales	\$1,281	\$ 855	\$ 426
Operating earnings ("OE")	\$ 173	\$ 97	\$ 76
<b>Above-OE non-GAAP adjustments:</b>			
Share-based compensation expense	17	12	5
Reorganization of business charges	19	15	4
Intangibles amortization expense	36	1	35
Acquisition-related transaction fees	1	—	1
Gain on legal settlement	(42)	(29)	(13)
Building impairment	8	6	2
<b>Total above-OE non-GAAP adjustments</b>	<b>39</b>	<b>5</b>	<b>34</b>
Operating earnings after non-GAAP adjustments	\$ 212	\$ 102	\$ 110
Operating earnings as a percentage of net sales – GAAP	13.5%	11.3%	17.8%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	16.5%	11.9%	25.8%



**Q2 2017**

	<u>TOTAL</u>	<u>Products and Systems Integration</u>	<u>Services and Software</u>
Net sales	\$1,497	\$ 1,047	\$ 450
Operating earnings ("OE")	\$ 261	\$ 190	\$ 71
Above-OE non-GAAP adjustments:			
Share-based compensation expense	16	12	4
Reorganization of business charges	3	2	1
Intangibles amortization expense	37	1	36
Gain on legal settlement	(1)	(1)	—
Total above-OE non-GAAP adjustments	55	14	41
Operating earnings after non-GAAP adjustments	\$ 316	\$ 204	\$ 112
Operating earnings as a percentage of net sales – GAAP	17.4%	18.1%	15.8%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	21.1%	19.5%	24.9%

**Q3 2017**

	<u>TOTAL</u>	<u>Products and Systems Integration</u>	<u>Services and Software</u>
Net sales	\$1,645	\$ 1,174	\$ 471
Operating earnings ("OE")	\$ 347	\$ 266	\$ 81
Above-OE non-GAAP adjustments:			
Share-based compensation expense	16	12	4
Reorganization of business charges	8	6	2
Intangibles amortization expense	39	1	38
Asset impairment	2	—	2
Total above-OE non-GAAP adjustments	65	19	46
Operating earnings after non-GAAP adjustments	\$ 412	\$ 285	\$ 127
Operating earnings as a percentage of net sales – GAAP	21.1%	22.7%	17.2%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	25.0%	24.3%	27.0%



**Q4 2017**

	<b>TOTAL</b>	<b>Products and Systems Integration</b>	<b>Services and Software</b>
Net sales	\$1,957	\$ 1,437	\$ 520
Operating earnings ("OE")	\$ 503	\$ 416	\$ 87
<b>Above-OE non-GAAP adjustments:</b>			
Share-based compensation expense	17	12	5
Reorganization of business charges	12	10	2
Gain on legal settlements	(5)	(4)	(1)
Intangibles amortization expense	39	1	38
Total above-OE non-GAAP adjustments	63	19	44
Operating earnings after non-GAAP adjustments	\$ 566	\$ 435	\$ 131
Operating earnings as a percentage of net sales – GAAP	25.7%	28.9%	16.7%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	28.9%	30.3%	25.2%

**FY 2017**

	<b>TOTAL</b>	<b>Products and Systems Integration</b>	<b>Services and Software</b>
Net sales	\$6,380	\$ 4,513	\$ 1,867
Operating earnings ("OE")	\$1,284	\$ 969	\$ 315
<b>Above-OE non-GAAP adjustments:</b>			
Share-based compensation expense	66	49	17
Reorganization of business charges	42	32	10
Intangibles amortization expense	151	3	148
Acquisition-related transaction fees	1	—	1
Gain on legal settlements	(48)	(33)	(15)
Building impairment	8	6	2
Asset impairment	2	—	2
Total above-OE non-GAAP adjustments	222	57	165
Operating earnings after non-GAAP adjustments	\$1,506	\$ 1,026	\$ 480
Operating earnings as a percentage of net sales – GAAP	20.1%	21.5%	16.9%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	23.6%	22.7%	25.7%





**Q1 2018**

	<u>TOTAL</u>	<u>Products and Systems Integration</u>	<u>Services and Software</u>
Net sales	\$1,468	\$ 952	\$ 516
Operating earnings ("OE")	<u>\$ 171</u>	<u>\$ 90</u>	<u>\$ 81</u>
<b>Above-OE non-GAAP adjustments:</b>			
Share-based compensation expense	17	12	5
Reorganization of business charges	13	9	4
Intangibles amortization expense	41	1	40
Acquisition-related transaction fees	17	12	5
Loss on legal settlements	<u>1</u>	<u>1</u>	<u>—</u>
Total above-OE non-GAAP adjustments	<u>89</u>	<u>35</u>	<u>54</u>
Operating earnings after non-GAAP adjustments	<u>\$ 260</u>	<u>\$ 125</u>	<u>\$ 135</u>
Operating earnings as a percentage of net sales – GAAP	11.6%	9.5%	15.7%
Operating earnings as a percentage of net sales – after non-GAAP adjustments	<u>17.7%</u>	<u>13.1%</u>	<u>26.2%</u>