STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Motorola Mobility Holdings, Inc

Form 4

August 22, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per

response...

10% Owner

Other (specify

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Crum Scott A Issuer Symbol Motorola Mobility Holdings, Inc [MMI] (Last) (First) (Middle) 3. Date of Earliest Transaction Director

(Month/Day/Year)

08/19/2011

(Check all applicable)

SVP, Chief People Officer

MOTOROLA MOBILITY HOLDINGS, INC., 600 N. U.S. HIGHWAY 45

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

LIBERTYVILLE, IL 60048

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Secur	rities Acquir	ed, Disposed of,	or Beneficiall	y 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 over Dispose (Instr. 3, 4)	ed of ((D)	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)
Motorola Mobility Holdings, Inc Common Stock	08/19/2011		M	12,958		\$ 27.45	90,258	D	
Motorola Mobility Holdings, Inc.	08/19/2011		S	12,958	D	\$ 37.8701 (1)	77,300	D	

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Common Stock

Motorola Mobility Holdings,

s, 08/22/2011

S 13,324 D

37.9564 63,976

D

Common Stock

Inc.

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. Transactic Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	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 or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 27.45	08/19/2011		M	12,95	8 (3)	08/02/2020	Motorola Mobility Holdings, Inc. Common Stock		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Crum Scott A MOTOROLA MOBILITY HOLDINGS, INC. 600 N. U.S. HIGHWAY 45 LIBERTYVILLE, IL 60048

SVP, Chief People Officer

Reporting Owners 2

Signatures

Jennifer M. Lagunas on behalf of Scott A. Crum, Senior Vice President, Chief People Officer (Power of Attorney on File)

08/22/2011

**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).
- \$37.8701 is the weighted average sales price. Prices for this transaction ranged from \$37.86 to \$37.90. The reporting person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price.
- \$37.9564 is the weighted average sales price. Prices for this transaction ranged from \$37.96 to \$37.965. The reporting person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) This stock option representing a right to purchase a total of 25,917 shares is exercisable in three equal annual installments beginning on August 2, 2011.

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.

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