

TRIMBLE NAVIGATION LTD /CA/
Form 4
February 18, 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 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 *
FOSBURGH BRYN

2. Issuer Name and Ticker or Trading Symbol
TRIMBLE NAVIGATION LTD /CA/ [TRMB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

C/O TIMBLE NAVIGATION LTD, 935 STEWART DRIVE

(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

SUNNYVALE, CA 94085

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 02/16/2016 | | M | | 4,668 | A | \$ 10.01 |
| Common Stock | 02/16/2016 | | M | | 12,000 | A | \$ 10.84 |
| Common Stock | 02/16/2016 | | M | | 5,000 | A | \$ 15.4 |
| Common Stock | 02/16/2016 | | M | | 28,000 | A | \$ 18.1 |
| Common Stock | 02/16/2016 | | S | | 65,797 | D | \$ 0.2176 |
| | | | | | | | 22.21 |

(1)

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--------|----------------|--|---|----------------------------|
| | | | | | V | (A) | (D) | | | |
| Employee Stock Option | \$ 10.01 | 02/16/2016 | | M | | 4,668 | (2) 05/19/2016 | Common Stock | 4,668 | |
| Employee Stock Option | \$ 10.84 | 02/16/2016 | | M | | 12,000 | (3) 10/23/2016 | Common Stock | 12,000 | |
| Employee Stock Option | \$ 15.4 | 02/16/2016 | | M | | 5,000 | (4) 04/27/2017 | Common Stock | 5,000 | |
| Employee Stock Option | \$ 18.1 | 02/16/2016 | | M | | 28,000 | (5) 10/26/2017 | Common Stock | 28,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOSBURGH BRYN C/O TIMBLE NAVIGATION LTD 935 STEWART DRIVE SUNNYVALE, CA 94085 | | | Vice President | |

Signatures

John Huey, as
Attorney-in-Fact

02/18/2016

__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) The price reported is the weighted average sale price of shares occurring at prices ranging from \$22.17 - \$22.25. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold for each separate price.
- (2) 40% of these options became exercisable on 5/19/2011 and an additional 1.67% of these options become exercisable monthly thereafter.
- (3) 40% of these options became exercisable on 10/23/2011 and an additional 1.67% of these options become exercisable monthly thereafter.
- (4) 40% of these options became exercisable on 4/27/2012 and an additional 1.67% of these options become exercisable monthly thereafter.
- (5) 40% of these options became exercisable on 10/26/2012 and an additional 1.67% of these options become exercisable monthly thereafter.

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.