

HARRINGTON MARK A  
Form 4  
November 14, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
HARRINGTON MARK A

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)  
C/O TRIMBLE NAVIGATION, 935  
STEWART DRIVE

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/12/2012

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Vice President

(Street)  
SUNNYVALE, CA 94085

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

(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	11/12/2012		M			2,000	A	\$ 16.995	5,897	D	
Common Stock	11/12/2012		S			2,000	D	\$ 52.7 (1)	3,897	D	
Common Stock	11/12/2012		M			22,000	A	\$ 19.96	25,897	D	
Common Stock	11/12/2012		S			22,000	D	\$ 52.7062 (2)	3,897	D	
	11/12/2012		M			4,021	A	\$ 20.01	7,918	D	

Edgar Filing: HARRINGTON MARK A - Form 4

Common Stock							
Common Stock	11/12/2012	S	4,021	D	\$ 52.7109 (3)	3,897	D
Common Stock	11/12/2012	M	2,425	A	\$ 20.01	6,322	D
Common Stock	11/12/2012	S	2,425	D	\$ 52.6958 (4)	3,897	D
Common Stock	11/12/2012	M	4,000	A	\$ 21.68	7,897	D
Common Stock	11/12/2012	S	4,000	D	\$ 52.6958 (7)	3,897	D
Common Stock	11/12/2012	S	3,897	D	\$ 52.7035 (8)	0	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)

**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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 16.995	11/12/2012		M	2,000	(5)	12/20/2015	Common Stock	2,000
Employee Stock Option	\$ 19.96	11/12/2012		M	22,000	(6)	10/20/2015	Common Stock	22,000
	\$ 20.01	11/12/2012		M	4,021	(6)	05/19/2016		4,021

Employee Stock Option							Common Stock	
Employee Stock Option	\$ 20.01	11/12/2012	M	2,425	<u>(6)</u>	05/16/2016	Common Stock	2,425
Employee Stock Option	\$ 21.68	10/12/2012	M	4,000	<u>(6)</u>	10/23/2016	Common Stock	4,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRINGTON MARK A C/O TRIMBLE NAVIGATION 935 STEWART DRIVE SUNNYVALE, CA 94085			Vice President	

## Signatures

James Kirkland as Attorney  
in Fact

11/14/2012

         \*\*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 sales occurring at prices ranging from \$52.51 to 52.84. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold of each separate price.
  - (2) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$52.49 to \$52.88. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold of each separate price.
  - (3) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$52.53 to \$52.88. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on then number of shares sold of each separate price.
  - (4) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$52.53 to 52.87. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on then number of shares sold of each separate price.
  - (5) This option vests 20% after one year and 1.67% a month thereafter.
  - (6) This option vests 40% after two years and 1.67% a month thereafter.
  - (7) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$52.53 to \$52.86. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold of each separate price.
  - (8) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$52.55 to \$52.87. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares sold of each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: HARRINGTON MARK A - Form 4

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.