

TRIMBLE INC.
Form 4
February 14, 2017

FORM 4

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

OMB APPROVAL

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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 *
Kliem Jurgen

(Last) (First) (Middle)
**C/O TRIMBLE INC., 935
STEWART DRIVE**

(Street)

SUNNYVALE, CA 94085

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRIMBLE INC. [TRMB]

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 02/10/2017 | | M | | 60,000 | A | \$ 20.64 |
| | | | | | | | 72,088.5576 |
| Common Stock | 02/10/2017 | | S | | 60,000 | D | \$ 31.385 |
| | | | | | | | 12,088.5576 |
| | | | | | | | <u>(1)</u> |
| Common Stock | 02/13/2017 | | M | | 23,812 | A | \$ 28.08 |
| | | | | | | | 35,900.5576 |
| Common Stock | 02/13/2017 | | M | | 21,125 | A | \$ 28.2 |
| | | | | | | | 57,025.5576 |
| Common Stock | 02/13/2017 | | M | | 25,071 | A | \$ 23.53 |
| | | | | | | | 82,096.5576 |

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| | | | | | | | |
|--------------|------------|---|--------|---|------------------------|-------------|---|
| Common Stock | 02/13/2017 | M | 9,905 | A | \$ 26.975 | 92,001.5576 | D |
| Common Stock | 02/13/2017 | M | 7,758 | A | \$ 27.48 | 99,759.5576 | D |
| Common Stock | 02/13/2017 | S | 87,671 | D | \$ <u>31.49</u> (2) | 12,088.5576 | 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.

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option | \$ 20.64 | 02/10/2017 | | M | 60,000 | (3) 10/28/2018 | Common Stock 60,000 |
| Employee Stock Option | \$ 28.08 | 02/13/2017 | | M | 23,812 | (4) 05/07/2020 | Common Stock 23,812 |
| Employee Stock Option | \$ 28.2 | 02/13/2017 | | M | 21,125 | (5) 10/29/2020 | Common Stock 21,125 |
| Employee Stock Option | \$ 23.53 | 02/13/2017 | | M | 25,071 | (6) 10/29/2019 | Common Stock 25,071 |
| Employee Stock Option | \$ 26.975 | 02/13/2017 | | M | 9,905 | (7) 05/01/2019 | Common Stock 9,905 |
| Employee Stock Option | \$ 27.48 | 02/13/2017 | | M | 7,758 | (8) 11/06/2021 | Common Stock 7,758 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kliem Jurgen C/O TRIMBLE INC. 935 STEWART DRIVE SUNNYVALE, CA 94085 | | | Vice President | |

Signatures

James A Kirkland, as
Attorney-in-Fact

02/14/2017

__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).

The price reported is the weighted average sale price of shares occurring at prices ranging from \$31.33 - \$31.57. Upon request from the
(1) SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares purchased for each separate price.

The price reported is the weighted average sale price of shares occurring at prices ranging from \$31.45 - \$31.601. Upon request from the
(2) SEC or a stockholder of the issuer, the reporting person will provide information on the number of shares purchased for each separate price.

(3) 40% of these options became exercisable on 10/28/2013 and an additional 1.67% of these options become exercisable monthly thereafter.

(4) 50% of these options became exercisable on 5/7/2015 and an additional 2.08% of these options become exercisable monthly thereafter.

(5) 50% of these options became exercisable on 10/29/2015 and an additional 2.08% of these options become exercisable monthly thereafter.

(6) 40% of these options became exercisable on 10/29/2014 and an additional 1.67% of these options become exercisable monthly thereafter.

(7) 40% of these options became exercisable on 5/1/2014 and an additional 1.67% of these options become exercisable monthly thereafter.

(8) 50% of these options became exercisable on 11/6/2016 and an additional 2.08% 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.

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