#### BERGLUND STEVEN W

Form 4

October 31, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16.

Check this box

**SECURITIES** Form 4 or Form 5 obligations

(Middle)

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

1(b).

(Last)

Security

(Instr. 3)

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person \* BERGLUND STEVEN W

2. Issuer Name and Ticker or Trading

Symbol

TRIMBLE NAVIGATION LTD

5. Relationship of Reporting Person(s) to Issuer

/CA/ [TRMB]

(Check all applicable)

President & CEO

10/29/2012

C/O TIMBLE NAVIGATION

(First)

(Street)

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

X\_ Officer (give title below)

Other (specify

10% Owner

7. Nature of

Indirect

LTD, 935 STEWART DRIVE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

\_X\_\_ Director

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SUNNYVALE, CA 94085

(State) (Zip) (City) 1. Title of

2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or Indirect Beneficial Owned (I) Following

Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

#### Edgar Filing: BERGLUND STEVEN W - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A Disposed of (Instr. 3, 4, a 5)	) or (D)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D) Date Exe	e rcisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option	\$ 47.06	10/29/2012		A	100,000		<u>(1)</u>	10/29/2019	Common Stock	100,00
Restricted Stock Unit	<u>(2)</u>	10/29/2012		A	33,330		(3)	<u>(3)</u>	Common Stock	33,330

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BERGLUND STEVEN W C/O TIMBLE NAVIGATION LTD 935 STEWART DRIVE SUNNYVALE, CA 94085	X		President & CEO			

# **Signatures**

James Kirkland as Attorney in Fact 10/30/2012

\*\*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) This option is exercisable 40% after two years and 1.67% a month thereafter, fully vested in five years from grant date.
- (2) Each restricted stock unit represents a contingent right to receive the value of one share of Trimble Navigation common stock, payable in cash, common stock or a combination of both at the option of Trimble Navigation.
- (3) The restricted stock units will vest 100% in thirty six (36) months after the award date. Vested shares will be delivered to the reporting person upon vest.

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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