

FOSBURGH BRYN
Form 4
April 15, 2010

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)
04/14/2010

____ Director
 Officer (give title below) _____ 10% Owner
_____ 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)
Common Stock	04/14/2010		M			500	A	\$ 5.1134	14,225 ⁽¹⁾	D
Common Stock	04/14/2010		S ⁽²⁾			500	D	\$ 30	13,725 ⁽¹⁾	D
Common Stock	04/14/2010		M			1,500	A	\$ 4.2667	15,225 ⁽¹⁾	D
Common Stock	04/14/2010		S ⁽²⁾			1,500	D	\$ 30	13,725 ⁽¹⁾	D
Common Stock	04/14/2010		M			994	A	\$ 8.5	14,719 ⁽¹⁾	D

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Common Stock	04/14/2010	<u>S</u> (2)	994	D	\$ 30	13,725 <u>(1)</u>	D
Common Stock	04/14/2010	M	17,754	A	\$ 8.5	31,479 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	17,754	D	\$ 30.0059 <u>(3)</u>	13,725 <u>(1)</u>	D
Common Stock	04/14/2010	M	11,381	A	\$ 14.53	25,106 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	11,381	D	\$ 30	13,725 <u>(1)</u>	D
Common Stock	04/14/2010	M	4,500	A	\$ 16.995	18,225 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	4,500	D	\$ 30	13,725 <u>(1)</u>	D
Common Stock	04/14/2010	M	18,000	A	\$ 16.995	31,725 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	18,000	D	\$ 30.0096 <u>(3)</u>	13,725	D
Common Stock	04/14/2010	M	24,620	A	\$ 14.53	38,345 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	24,620	D	\$ 30.0391 <u>(5)</u>	13,725 <u>(1)</u>	D
Common Stock	04/14/2010	M	11,695	A	\$ 23.4413	25,420 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	11,695	D	\$ 30.0231 <u>(6)</u>	13,725 <u>(1)</u>	D
Common Stock	04/15/2010	M	26,805	A	\$ 23.4413	40,530 <u>(1)</u>	D
Common Stock	04/14/2010	<u>S</u> (2)	26,805	D	\$ 30.0163 <u>(7)</u>	13,725 <u>(1)</u>	D

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

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(9-02)

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

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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	\$ 5.1134	04/14/2010		M		500		<u>(4)</u>	06/12/2012	Common Stock	500
Employee Stock Option	\$ 4.2667	04/14/2010		M		1,500		<u>(4)</u>	07/23/2012	Common Stock	1,500
Employee Stock Option	\$ 8.5	04/14/2010		M		994		<u>(4)</u>	07/16/2013	Common Stock	994
Employee Stock Option	\$ 8.5	04/14/2010		M		17,754		<u>(4)</u>	07/16/2013	Common Stock	17,754
Employee Stock Option	\$ 14.53	04/14/2010		M		11,381		<u>(4)</u>	10/22/2014	Common Stock	11,381
Employee Stock Option	\$ 16.995	04/14/2010		M		4,500		<u>(4)</u>	12/20/2015	Common Stock	4,500
Employee Stock Option	\$ 16.995	04/14/2010		M		18,000		<u>(4)</u>	12/20/2015	Common Stock	18,000
Employee Stock Option	\$ 14.53	04/14/2010		M		24,620		<u>(4)</u>	10/22/2014	Common Stock	24,620
Employee Stock Option	\$ 23.4413	04/14/2010		M		11,695		<u>(8)</u>	10/20/2013	Common Stock	11,695
Employee Stock Option	\$ 23.4413	04/15/2010		M		26,805		<u>(8)</u>	10/20/2013	Common Stock	26,805

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

FOSBURGH BRYN
C/O TIMBLE NAVIGATION LTD
935 STEWART DRIVE
SUNNYVALE, CA 94085

Vice President

Signatures

/s/ Bryn

Fosburgh

04/15/2010

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) Includes 504 shares acquired under the Trimble Navigation stock purchase plan of February 26, 2010.
- (2) The sale reported in this Form 4 was affected pursuant to a Rule 10b5-1 plan adopted by the reporting person on September 1, 2009.
The price reported in the weighted average sale price of shares sales occurring at prices ranging from \$30.00 to \$30.02. Upon request
- (3) 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.
- (4) This option is exercisable 20% at the end of the first year and 1.67% a month thereafter.
The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$30.025 to \$30.0775. Upon request
- (5) 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.
The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$30.01 to \$30.04. Upon request
- (6) 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.
The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$30.00 to \$30.04. Upon request
- (7) 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) This option vests 40% after two years and 1.67% a month 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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