

TRIMBLE INC.
Form 4/A
February 17, 2017

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 *
JOHANSSON ULF J

(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)
02/10/2017

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 02/10/2017 | | M | 20,000 A | \$ 14.725 | 30,953 | D |
| Common Stock | 02/10/2017 | | M | 12,000 A | \$ 15.075 | 42,953 | D |
| Common Stock | 02/10/2017 | | S | 32,000 D | \$ 31.57 (1) | 10,953 | D |
| Common Stock | 02/13/2017 | | M | 18,000 A | \$ 15.075 | 28,953 | D |
| Common Stock | 02/13/2017 | | S | 18,000 D | \$ 31.5 (2) | 10,953 | D |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option | \$ 14.725 | 02/10/2017 | | M | 20,000 | <u>(3)</u> 05/17/2017 | Common Stock | 20,000 |
| Employee Stock Option | \$ 15.075 | 02/10/2017 | | M | 12,000 | <u>(4)</u> 05/19/2017 | Common Stock | 12,000 |
| Employee Stock Option | \$ 15.075 | 02/13/2017 | | M | 18,000 | <u>(4)</u> 05/19/2017 | Common Stock | 18,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JOHANSSON ULF J C/O TRIMBLE INC. 935 STEWART DRIVE SUNNYVALE, CA 94085 | | X | | |

Signatures

James A Kirkland, as
Attorney-in-Fact

02/17/2017

__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).

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- The price reported is the weighted average sale price of shares occurring at prices ranging from \$31.50 - \$32.02. 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.
 - (2) The price reported is the weighted average sale price of shares occurring at prices ranging from \$31.5 - \$31.51. 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.
 - (3) 2.78% of these options will become exercisable on 6/17/2007 and monthly thereafter over three years.
 - (4) 8.33% of these options will become exercisable on 6/19/2010 and monthly thereafter over three years.

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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