

TRIMBLE INC.
Form 4/A
February 17, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	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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