HARRINGTON MARK A
Form 4
November 14, 2012

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HARRINGTON MARK A

(Last) (First) (Middle)

C/O TRIMBLE NAVIGATION, 935 STEWART DRIVE

(Street)

SUNNYVALE, CA 94085

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
TRIMBLE NAVIGATION LTD /CA/ [TRMB]

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	11/12/2012		M		2,000	A	$ 16.995	5,897	D	
Common Stock	11/12/2012		S		2,000	D	$ 52.7 (1)	3,897	D	
Common Stock	11/12/2012		M		22,000	A	$ 19.96	25,897	D	
Common Stock	11/12/2012		S		22,000	D	$ 52.7062 (2)	3,897	D	
	11/12/2012		M		4,021	A	$ 20.01	7,918	D	

Common Stock								
Common Stock	11/12/2012		S	4,021	D	$ 52.7109 (3)	3,897	D
Common Stock	11/12/2012		M	2,425	A	$ 20.01	6,322	D
Common Stock	11/12/2012		S	2,425	D	$ 52.6958 (4)	3,897	D
Common Stock	11/12/2012		M	4,000	A	$ 21.68	7,897	D
Common Stock	11/12/2012		S	4,000	D	$ 52.6958 (7)	3,897	D
Common Stock	11/12/2012		S	3,897	D	$ 52.7035 (8)	0	D

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

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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	$ 16.995	11/12/2012		M			2,000	(5)	12/20/2015	Common Stock	2,000
Employee Stock Option	$ 19.96	11/12/2012		M			22,000	(6)	10/20/2015	Common Stock	22,000
	$ 20.01	11/12/2012		M			4,021	(6)	05/19/2016		4,021

Employee Stock Option								Common Stock	
Employee Stock Option	$ 20.01	11/12/2012		M	2,425	(6)	05/16/2016	Common Stock	2,425
Employee Stock Option	$ 21.68	10/12/2012		M	4,000	(6)	10/23/2016	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRINGTON MARK A C/O TRIMBLE NAVIGATION 935 STEWART DRIVE SUNNYVALE, CA 94085			Vice President	

Signatures

James Kirkland as Attorney in Fact	11/14/2012
**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) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.51 to 52.84. Upon request 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.

(2) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.49 to $52.88. Upon request 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.

(3) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.53 to $52.88. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on then number of shares sold of each separate price.

(4) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.53 to 52.87. Upon request from the SEC or a stockholder of the issuer, the reporting person will provide information on then number of shares sold of each separate price.

(5) This option vests 20% after one year and 1.67% a month thereafter.

(6) This option vests 40% after two years and 1.67% a month thereafter.

(7) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.53 to $52.86. Upon request 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) The price reported is the weighted average sale price of shares sales occurring at prices ranging from $52.55 to $52.87. Upon request 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.

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.

Explanation of Responses: