

Beyer Richard A
 Form 4
 October 25, 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 *
 Beyer Richard A

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)
 10/21/2010

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

C/O TRIMBLE 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 Price			
Common Stock	10/21/2010		M	200	A \$ 16.995	701 (2)	D	
Common Stock	10/21/2010		S(1)	200	D \$ 35.5001 (3)	501 (2)	D	
Common Stock	10/21/2010		M	1,600	A \$ 16.995	2,101 (2)	D	
Common Stock	10/21/2010		S(1)	1,600	D \$ 35.5001 (3)	501 (2)	D	

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Common Stock	10/21/2010	M	2,148	A	\$ 23.4413	2,649 ⁽²⁾	D	
Common Stock	10/21/2010	S ⁽¹⁾	2,148	D	\$ 35.5729 ⁽⁴⁾	501 ⁽²⁾	D	
Common Stock	10/21/2010	M	22,000	A	\$ 19.96	22,501 ⁽²⁾	D	
Common Stock	10/21/2010	S ⁽¹⁾	22,000	D	\$ 35.5332 ⁽⁵⁾	501 ⁽²⁾	D	
Common Stock						8	I	by 401K

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)

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	10/21/2010		M	200	⁽⁶⁾ 10/20/2015	Common Stock 200
Employee Stock Option	\$ 16.995	10/21/2010		M	1,600	⁽⁶⁾ 10/20/2015	Common Stock 1,600
Employee Stock Option	\$ 23.4413	10/21/2010		M	2,148	⁽⁷⁾ 10/20/2013	Common Stock 2,148
Employee Stock Option	\$ 19.96	10/21/2010		M	22,000	⁽⁷⁾ 10/20/2015	Common Stock 22,000

Reporting Owners

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

Signatures

James Kirkland as Attorney in Fact	10/25/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

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 sale reported in this Form 4 was affected pursuant to a Rule 10b5-1 plan adopted by the reporting person on August 23, 2010.
- (2) Includes 169 shares acquired under the Trimble Navigation stock purchase plan of August 31, 2010.
The price reported in the weighted average sale price of shares sales occurring at prices ranging from \$35.50 to \$35.53. Upon the request of 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 \$35.57 to \$35.59. 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.
- (4) The price reported is the weighted average sale price of shares sales occurring at prices ranging from \$35.51 to \$35.5701. 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.
- (5) This option is exercisable 20% at the end of the first year and 1.67% a month thereafter.
- (6) This option vests 40% after two years and 1.67% a month thereafter.
- (7)

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.