

Veneziano James
 Form 4
 November 21, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Veneziano James

2. Issuer Name and Ticker or Trading Symbol
 TRIMBLE INC. [TRMB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O TRIMBLE INC., 935
 STEWART DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/20/2017

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

SUNNYVALE, CA 94085

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

(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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/20/2017 | | M | | 1,675 | A | \$ 28.08 | 1,675 | D | |
| Common Stock | 11/20/2017 | | M | | 7,500 | A | \$ 28.2 | 9,175 | D | |
| Common Stock | 11/20/2017 | | M | | 7,500 | A | \$ 23.53 | 16,675 | D | |
| Common Stock | 11/20/2017 | | M | | 2,000 | A | \$ 26.975 | 18,675 | D | |
| Common Stock | 11/20/2017 | | M | | 7,032 | A | \$ 27.48 | 25,707 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------------------------|-------|---|
| Common Stock | 11/20/2017 | A | 23,707 | D | \$ 41.7506 <u>(1)</u> | 2,000 | 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)

| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option | \$ 28.08 | 11/20/2017 | | M | 1,675 | <u>(2)</u> 05/07/2020 | Common Stock | 1,675 |
| Employee Stock Option | \$ 28.2 | 11/20/2017 | | M | 7,500 | <u>(3)</u> 10/29/2020 | Common Stock | 7,500 |
| Employee Stock Option | \$ 23.53 | 11/20/2017 | | M | 7,500 | <u>(4)</u> 10/29/2019 | Common Stock | 7,500 |
| Employee Stock Option | \$ 26.975 | 11/20/2017 | | M | 2,000 | <u>(5)</u> 05/01/2019 | Common Stock | 2,000 |
| Employee Stock Option | \$ 27.48 | 11/20/2017 | | M | 7,032 | <u>(6)</u> 11/06/2021 | Common Stock | 7,032 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Veneziano James
C/O TRIMBLE INC.
935 STEWART DRIVE
SUNNYVALE, CA 94085

Vice
President

Signatures

James A Kirkland, as
Attorney-in-Fact

11/21/2017

__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).

The price reported is the weighted average sale price of shares occurring at prices ranging from \$41.775 - \$41.835. 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) 50% of these options became exercisable on 5/7/2015, and an additional 2.08% of these options become exercisable monthly thereafter.

(3) 50% of these options became exercisable on 10/29/2015 and an additional 2.08% of these options become exercisable monthly thereafter.

(4) 40% of these options became exercisable on 10/29/2014 and an additional 1.67% of these options become exercisable monthly thereafter.

(5) 40% of these options became exercisable on 5/1/2014 and an additional 1.67% of these options become exercisable monthly thereafter.

(6) 50% of these options became exercisable on 11/06/2016 and an additional 2.08% of these options become exercisable monthly 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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