Edgar Filing: FARMER BROTHERS CO - Form 4

FARMER BROTHERS CO

Form 4

December 13, 2010

FORM 4

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

OMB

Check this box if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

subject to Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

12/09/2010

Stock

1. Name and Ad LAVERTY I	Person * 2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
	FARME	FARMER BROTHERS CO [FARM]				(Check all applicable)		
(Last)	(First) (M	(iddle) 3. Date of	Earliest Tra	ansaction				
20333 SOUT AVENUE	_ `	(Month/Day/Year) 12/09/2010			X Director 10% Owner Selection Other (specify below) PRESIDENT & CEO			
	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
			th/Day/Year)	~		Applicable Line) _X_ Form filed by	One Reporting Po	erson
TORRANCE	E, CA 90502					Form filed by Person	More than One Ro	eporung
(City)	(State) (Zip) Table	e I - Non-D	erivative S	ecurities Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dis	sposed of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	(Instr. 3, 4	(A) or (D) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	12/09/2010		Δ	11 172		30 102 (2)	D	

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

Α

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

 $39,102 \stackrel{(2)}{=}$

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

11,172 A

(1)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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
Stock Option (Right to Buy)	\$ 18.03	12/09/2010		A	72,828	(3)	12/09/2017	Common Stock	72,828

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LAVERTY ROGER 20333 SOUTH NORMANDIE AVENUE TORRANCE, CA 90502	X		PRESIDENT & CEO			

Signatures

/s/ Jeffrey A. Wahba, Attorney-in-Fact

**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) Grant of restricted stock under the 2007 Omnibus Plan; 100% of the shares will vest on December 9, 2013, subject to acceleration provisions of the 2007 Omnibus Plan and restricted stock agreement.
- (2) Includes a total of 2,558 shares (including 684 shares in fiscal 2010) allocated as of the reporting date to the reporting person pursuant to the Employee Stock Ownership Plan.
- Grant of non-qualified stock option; the stock option vests pursuant to a three year vesting schedule, whereby one-third of the total number of shares issuable under the option becomes exercisable each year on the anniversary of the grant date, commencing on December 9, 2011, subject to acceleration provisions of the 2007 Omnibus Plan and stock option agreement.

Remarks:

Exhibit 24 Limited Power of Attorney attached.

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.

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