

FARMER BROTHERS CO  
Form 4  
December 10, 2015

**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 \*  
Farmer Richard F

(Last) (First) (Middle)

C/O FARMER BROS. CO., 13601  
NORTH FREEWAY, SUITE 200

(Street)

FORT WORTH, TX 76177

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

FARMER BROTHERS CO [FARM]

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

12/08/2015

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

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)
				(A) or (D)	Price		
Common Stock, \$1.00 par value	12/08/2015		S	100	D \$ 31.96 3,349,579 <sup>(1)</sup>	I	Trustee <sup>(2)</sup>
Common Stock, \$1.00 par value	12/08/2015		S	100	D \$ 32.055 3,349,479 <sup>(1)</sup>	I	Trustee <sup>(2)</sup>
Common Stock, \$1.00 par value	12/08/2015		S	100	D \$ 32.06 3,349,379 <sup>(1)</sup>	I	Trustee <sup>(2)</sup>

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Common Stock, \$1.00 par value	12/08/2015	S	200	D	\$ 32.05	3,349,179 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	521	D	\$ 32.1	3,348,658 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	300	D	\$ 32.01	3,348,358 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	348	D	\$ 32.02	3,348,010 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	292	D	\$ 32.03	3,347,718 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	329	D	\$ 31.99	3,347,389 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	500	D	\$ 32	3,346,889 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	160	D	\$ 31.97	3,346,729 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	15,487	D	\$ 31.95	3,331,242 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/08/2015	S	107	D	\$ 31.98	3,331,135 <u>(1)</u>	I	Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 31.955	3,331,035 <u>(1)</u>	I	Trustee <u>(2)</u>
	12/09/2015	S	100	D		3,330,935 <u>(1)</u>	I	Trustee <u>(2)</u>

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Common Stock, \$1.00 par value					\$ 31.995			
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 32.025	3,330,835	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 32.01	3,330,735	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	200	D	\$ 32.02	3,330,535	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	200	D	\$ 32.05	3,330,335	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 32.25	3,330,235	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 32.19	3,330,135	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	200	D	\$ 32.07	3,329,935	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	100	D	\$ 32.03	3,329,835	<u>(1)</u>	I Trustee <u>(2)</u>
Common Stock, \$1.00 par value	12/09/2015	S	156	D	\$ 31.95	3,329,679	<u>(1)</u>	I Trustee <u>(2)</u>

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

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(9-02)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Farmer Richard F C/O FARMER BROS. CO. 13601 NORTH FREEWAY, SUITE 200 FORT WORTH, TX 76177		X		

## Signatures

/s/ Richard F. Farmer 12/10/2015

\*\*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).
- Reflects the Reporting Person's beneficial ownership of shares of Common stock as a member of the Farmer Group (as defined in
- (1) Schedule 13D/A filed with the SEC on September 21, 2006), as reported in the Company's Definitive Proxy Statement on Schedule 14A filed with the SEC on October 28, 2015, after giving effect to the reported transaction.
  - (2) The shares of Common Stock were sold directly by a trust of which the Reporting Person is the sole settlor, trustee and beneficiary. This sale was made pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.

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