

SHEARER ROBERT K
 Form 4
 May 08, 2013

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 *
SHEARER ROBERT K

2. Issuer Name and Ticker or Trading Symbol
V F CORP [VFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
105 CORPORATE CENTER BLVD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/06/2013

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

GREENSBORO, NC 27408

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock					1,347.053	I	by Trust (1)
Common Stock	05/06/2013		M	33,335 A \$ 79.5	105,206.991	D	
Common Stock	05/06/2013		S	33,335 (3) D \$ 177.5172	71,871.991	D	
Common Stock	05/07/2013		M	1,329 A \$ 79.5	73,200.991	D	
Common Stock	05/07/2013		S	1,329 (4) D \$ 178.1831	71,871.991	D	

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
2008 Non-Qualified Stock Option (right to buy)	\$ 79.5	05/06/2013		M	33,335	(2) 02/07/2018	Common Stock	33,335
2008 Non-Qualified Stock Option (right to buy)	\$ 79.5	05/07/2013		M	1,329	(2) 02/07/2018	Common Stock	1,329

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHEARER ROBERT K 105 CORPORATE CENTER BLVD GREENSBORO, NC 27408			CFO	

Signatures

Mark R. Townsend for Robert K. Shearer (Pursuant to Signing Authority on File)

05/08/2013

__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) 401(k).
- (2) This option vested as follows: 11,555 shares on 2/8/2009; 11,555 shares on 2/8/2010; and 11,554 shares on 2/8/2011.

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(3) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from not less than \$177.5000 to not more than \$177.7500. The reporting person undertakes to provide to VF Corporation, any security holder of VF Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

(4) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from not less than \$178.1668 to not more than \$178.3500. The reporting person undertakes to provide to VF Corporation, any security holder of VF Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

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.