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FARMERS & MERCHANTS BANCORP

Form 8-K

December 16, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

December 16, 2004

(Date of earliest event reported)

Farmers & Merchants Bancorp

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

000 - 26099

94-3327828

(Commission File Number) (IRS Employer Identification No.)

111 West Pine Street, Lodi, California 95240-2184

(Address of principal executive offices) (Zip Code)

(209) 367-2412

(Registrant's telephone number,
including area code)

Not Applicable

(Former name or former address, if changes since last report)

Item 2.02 Results of Operations and Financial Condition

Attached as Exhibit 99.1 - Press release dated December 16, 2004, announcing a cash dividend of \$4.40 per share, an increase from the \$4.10 per share paid last year. The cash dividend will be paid on January 3, 2005, to

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stockholders of record on December 17, 2004.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FARMERS & MERCHANTS BANCORP

By /s/ Stephen W. Haley

Stephen W. Haley
Executive Vice President
& Chief Financial Officer

Date: December 16, 2004