

KENT VIRGINIA H
Form 4
September 15, 2011

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KENT VIRGINIA H

(Last) (First) (Middle)

200 DOMAIN DRIVE

(Street)

STRATHAM, NH 03885

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TIMBERLAND CO [TBL]

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

09/13/2011

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)
			Code	V	Amount (A) or (D)	Price	
Class A Common Stock	09/13/2011		D		8,301	D \$ 43 (1)	0 D
Class A Common Stock	09/13/2011		D		2,500	D \$ 43 (1)	0 I Spouse

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

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information contained in this form are not
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SEC 1474
(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-qualified Stock Option (Right to Buy)	\$ 17.97	09/13/2011		D	16,745	05/20/2009 05/20/2018	Class A Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 26.49	09/13/2011		D	10,796	05/21/2008 05/21/2017	Class A Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 27.53	09/13/2011		D	10,676	05/22/2007 05/22/2016	Class A Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 29.51	09/13/2011		D	5,000	05/20/2005 05/20/2014	Class A Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 35.97	09/13/2011		D	8,958	05/20/2006 05/20/2015	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KENT VIRGINIA H 200 DOMAIN DRIVE STRATHAM, NH 03885		X		

Signatures

Danette Wineberg, attorney-in-fact for Virginia H. Kent 09/15/2011

__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) These shares were disposed of pursuant to the merger agreement between the issuer and VF Corporation at a per share buyout price of \$43.00

(2) The option was cancelled as a result of the merger. A cash payment was made in lieu of the equity cancelled which represents the difference between the exercise price of the option and the per share buyout price of \$43.

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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