

TIMBERLAND CO

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MONEYPENNY EDWARD W

(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 Ownership (Instr. 4)
Class A Common Stock	09/13/2011		D	9,323 D	\$ 43 (1) 0	D	

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**

SEC 1474
(9-02)

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

Edgar Filing: TIMBERLAND CO - Form 4

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified Stock Option (Right to Buy)	\$ 17.65	09/13/2011		D		17,048		05/19/2009	05/19/2018	Class A Common Stock ⁽²⁾	0
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 ⁽²⁾	0
Non-qualified Stock Option (Right to Buy)	\$ 27.86	09/13/2011		D		10,549		05/19/2007	05/19/2016	Class A Common Stock ⁽²⁾	0
Non-qualified Stock Option (Right to Buy)	\$ 36.7	09/13/2011		D		19,086		05/19/2005	05/19/2015	Class A Common Stock ⁽²⁾	0
Restricted Stock Unit	\$ 0	09/13/2011		D		3,075		05/26/2012	05/26/2021	Class A Common Stock ⁽³⁾	0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONEYPENNY EDWARD W 200 DOMAIN DRIVE STRATHAM, NH 03885			X	

Signatures

Danette Wineberg, attorney-in-fact for Edward W.
Moneypenny

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

Edgar Filing: TIMBERLAND CO - Form 4

- (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 \$43.00
- (3) The unit's lapse date was accelerated as a result of the merger and then cash payment was issued at the per share buyout price of \$43.00

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.