

TIMBERLAND CO
Form 4
February 15, 2006

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 *
SCHNEIDER MARC

(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)
02/13/2006

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)
Sr. VP Apparel

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)
				(A) or (D)	Price		
Class A Common Stock ⁽¹⁾	02/13/2006		S	4,264	D \$ 35.24	23,228	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)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	3,600	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	900	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	300	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	800	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	200	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	400	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 17.74	02/13/2006		M	1,300	09/10/2003 ⁽²⁾	02/28/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006		M	600	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006		M	300	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock

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Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006	M	200	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006	M	1,300	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006	M	3,900	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 18	02/13/2006	M	6,200	09/10/2003 ⁽²⁾	09/10/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	16,200	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	1,000	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	400	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	1,000	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	700	03/06/2004 ⁽²⁾	03/06/2013	Class A Common Stock
	\$ 19.485	02/13/2006	M	300	03/06/2004 ⁽²⁾	03/06/2013	

Non-Qualified Stock Option (right to buy) <u>(1)</u>								Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	600	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	800	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	300	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	400	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	200	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 19.485	02/13/2006	M	100	03/06/2004 ⁽²⁾	03/06/2013		Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SCHNEIDER MARC
200 DOMAIN DRIVE
STRATHAM, NH 03885

Sr. VP Apparel

Signatures

/s/Marc
Schneider

02/15/2006

**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) Details of these stock options have been previously reported.
 - (2) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant.

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.