

TIMBERLAND CO
Form 4
February 15, 2006

FORM 4

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

OMB APPROVAL

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

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 *
DIERY IAN W

2. Issuer Name and Ticker or Trading Symbol
TIMBERLAND CO [TBL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 DOMAIN DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/13/2006

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

STRATHAM, NH 03885

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	02/13/2006		M		200 \$ 6.265	D	
Class A Common Stock ⁽¹⁾	02/13/2006		S		200 \$ 35.68	D	
Class A Common Stock	02/13/2006		M		300 \$ 6.265	D	
Class A Common Stock ⁽¹⁾	02/13/2006		S		300 \$ 35.64	D	

Edgar Filing: TIMBERLAND CO - Form 4

Class A Common Stock	02/13/2006	M	100	A	\$ 6.265	100	D
Class A Common Stock ⁽¹⁾	02/13/2006	S	100	D	\$ 35.61	0	D
Class A Common Stock	02/13/2006	M	100	A	\$ 6.265	100	D
Class A Common Stock ⁽¹⁾	02/13/2006	S	100	D	\$ 35.59	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)

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	Amount or Number of
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 2.735	02/13/2006		M	1,200	05/16/1997 ⁽²⁾ 05/16/2006	Class A Common Stock	1	
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 2.735	02/13/2006		M	1,200	05/16/1997 ⁽²⁾ 05/16/2006	Class A Common Stock	1	
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 2.735	02/13/2006		M	2,700	05/16/1997 ⁽²⁾ 05/16/2006	Class A Common Stock	2	
Non-Qualified	\$ 2.735	02/13/2006		M	1,600	05/16/1997 ⁽²⁾ 05/16/2006	Class A	1	

Edgar Filing: TIMBERLAND CO - Form 4

Stock Option (right to buy) <u>(1)</u>							Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 2.735	02/13/2006	M	1,100	05/16/1997 ⁽²⁾	05/16/2006	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 2.735	02/13/2006	M	1,200	05/16/1997 ⁽²⁾	05/16/2006	Class A Common Stock
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 2.735	02/13/2006	M	1,000	05/16/1997 ⁽²⁾	05/16/2006	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	800	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	1,200	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	1,900	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	1,700	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	100	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	1,800	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	100	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	1,700	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	200	05/16/1998 ⁽²⁾	05/16/2007	Class A Common Stock
Non-Qualified Stock Option	\$ 6.265	02/13/2006	M	300	05/16/1998 ⁽²⁾	05/16/2007	Class A Common

								Stock
(right to buy)								Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	100	05/16/1998 ⁽²⁾	05/16/2007		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.265	02/13/2006	M	100	05/16/1998 ⁽²⁾	05/16/2007		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.1725				05/17/2000 ⁽²⁾	05/17/2009		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.3675				05/18/1999 ⁽²⁾	05/18/2008		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.9063				05/16/2001 ⁽²⁾	05/16/2010		Class A Common Stock
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 21.055				05/16/2003	05/16/2012		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.38				05/16/2001 ⁽⁴⁾	05/16/2011		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 25.305				05/16/2004 ⁽⁴⁾	05/16/2013		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 29.32				04/17/2005 ⁽²⁾	04/17/2014		Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 35.82				05/16/2006 ⁽⁵⁾	05/16/2015		Class A Common Stock

Reporting Owners

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

Signatures

By: Danette Wineberg, Attorney-in-Fact For: Ian W.
Diery

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. These stock options were granted pursuant to the Company's 1991 Stock Option Plan for Non-Employee Directors.
- (3) Grant to reporting person of a stock option pursuant to a plan which satisfies the requirements of old Rule 16b-3.
- (4) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant.
- (5) These options become exercisable one (1) year after the date of grant. These stock options were granted pursuant to the Company's 2001 Stock Option Plan for Non-Employee Directors.

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.