

KENT VIRGINIA H
Form 4
May 23, 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 *
KENT VIRGINIA H

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)
05/22/2006

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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
--	------------------------------------	--------------------------------------	--	--------------------------------	---	--	---

Edgar Filing: KENT VIRGINIA H - Form 4

Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
			Code	V			
Non-Qualified Stock Option (right to buy)	\$ 27.53	05/22/2006	A	10,676	05/22/2007 ⁽¹⁾	05/22/2016	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 8.8125				05/20/2000 ⁽²⁾	05/20/2009	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.2658				05/22/2001 ⁽²⁾	05/22/2010	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.255				05/21/2003 ⁽³⁾	05/21/2012	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.02				05/20/2004 ⁽³⁾	05/20/2013	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.225				05/21/2002 ⁽³⁾	05/21/2011	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 29.51				05/20/2005 ⁽³⁾	05/20/2014	Class A Common Stock
Non-Qualified Stock Option (right to buy)	\$ 35.97				05/20/2006 ⁽¹⁾	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

By: Danette Wineberg, Attorney-in-Fact For:
Virginia Kent

05/23/2006

**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) 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.
- (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) 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 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.