

FARMER BROTHERS CO
Form 4
September 13, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Farmer Equities, LP

2. Issuer Name and Ticker or Trading Symbol

FARMER BROTHERS CO [FARM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20333 S. NORMANDIE AVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/30/2011

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

TORRANCE, CA 90502

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Farmer Bros. Co. Common Stock | 12/30/2011 ⁽¹⁾ | 12/30/2011 | J ⁽²⁾ | 2,617,530 D | \$ 0 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)

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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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Farmer Equities, LP 20333 S. NORMANDIE AVE TORRANCE, CA 90502 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Farmer Equities, L.P., by: Carol L. Waite Trust dated August 26, 1997, its General Partner, by: Carol L. Waite, Trustee | 09/13/2012 |
| __Signature of Reporting Person | Date |
| by: Jeanne F. Grossman Trust, dated August 22, 1997, its General Partner, by: Carol L. Waite, Attorney-In-Fact for Jeanne F. Grossman, Trustee | 09/13/2012 |
| __Signature of Reporting Person | Date |
| by: Richard F. Farmer Revocable Living Trust, dated December 29, 1995, its General Partner, by: Carol L. Waite, Attorney-In-Fact for Richard F. Farmer, Trustee | 09/13/2012 |
| __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) This Form 4 is being filed late due to an inadvertent administrative error.

On December 30, 2011, in connection with its dissolution, Farmer Equities, LP distributed all shares of Farmer Brothers Co. common

(2) stock held by it to various Farmer family trusts for which Carol Farmer Waite, Jeanne Farmer Grossman and Richard F. Farmer serve as trustees, including the trusts that were the general partners of Farmer Equities, LP. No shares were purchased or sold.

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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