

FARMER BROTHERS CO
Form 3/A
March 14, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Waite Carol Farmer</p> <p>(Last) (First) (Middle)</p> <p>FARMER BROS CO,Â 20333 S NORMANDIE AV</p> <p>(Street)</p> <p>TORRANCE,Â CAÂ 90502</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/07/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FARMER BROTHERS CO [FARM]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) trustee, beneficiary, settlor</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>01/19/2005</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Farmer Bros. Co. common stock	1,776,632	I	Ms. Waite and Ms. Grossman as successor co-trustees of various family trusts ⁽¹⁾
Farmer Bros. Co. common stock	1,463,640	I	Ms. Waite, Ms. Grossman and Dr. Farmer as beneficiaries under a family trust. ⁽²⁾
Farmer Bros. Co. common stock	848,630	I	Ms. Waite, Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts. ⁽³⁾
Farmer Bros. Co. common stock	12,120	I	Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts. ⁽⁴⁾

Farmer Bros. Co. common stock	2,219,200	I	Ms. Waite and Dr. Farmer as successor co-trustees of various family trusts. ⁽⁵⁾
Farmer Bros. Co. common stock	9,550	I	Ms. Grossman as successor trustee of a family trust. ⁽⁶⁾
Farmer Bros. Co. common stock	21,820	I	Ms. Grossman as co-trustee and settlor of a family trust. ⁽⁷⁾
Farmer Bros. Co. common stock	21,820	I	Ms. Waite as sole trustee and settlor of a family trust. ⁽⁸⁾
Farmer Bros. Co. common stock	21,820	I	Dr. Farmer as sole trustee and settlor of a family trust. ⁽⁹⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Waite Carol Farmer FARMER BROS CO 20333 S NORMANDIE AV TORRANCE, CA 90502	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>		trustee, beneficiary, settlor
Grossman Jeanne Farmer FARMER BROS CO 20333 S NORMANDIE AV TORRANCE, CA 90502	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>		trustee, beneficiary, settlor
Farmer Richard F FARMER BROS CO 20333 S NORMANDIE AV TORRANCE, CA 90502	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>		trustee, beneficiary, settlor

Signatures

Carol Lynn Farmer Waite	03/14/2005
**Signature of Reporting Person	Date
Carol Lynn Farmer Waite, Attorney-In-Fact for Jeanne Ann Farmer Grossman	03/14/2005
**Signature of Reporting Person	Date
Carol Lynn Farmer Waite, Attorney-In-Fact for Richard Francis Farmer	03/14/2005
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The 1,776,632 shares include (i) 1,728,900 shares beneficially owned indirectly by Ms. Waite (added as co-trustee 1/26/05) and Ms. Grossman as successor co-trustees of various family trusts for the benefit of their mother; (ii) 41,702 shares beneficially owned indirectly by Ms. Waite (added as co-trustee 1/26/05) and Ms. Grossman as successor co-trustees of a family trust for the benefit of themselves and Dr. Farmer, including 1,702 shares, rounded to the nearest whole share, previously owned by Roy E. Farmer through the Company's ESOP; and (iii) 6,030 shares beneficially owned indirectly by Ms. Waite and Ms. Grossman as successor co-trustees of a family trust for the benefit of Ms. Waite's son. Ms. Grossman disclaims beneficial ownership of the 6,030 shares since they are held in trust for the benefit of her nephew.
 - (2) The 1,463,640 shares are owned by a family trust for the benefit of Ms. Waite, Ms. Grossman and Dr. Farmer who intend to seek court appointment of one or more of themselves to fill the trustee vacancy created by the death of Roy E. Farmer on January 7, 2005.
 - (3) The 848,630 shares are beneficially owned indirectly by Ms. Waite, Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts for their benefit.
 - (4) The 12,120 shares are beneficially owned indirectly by Ms. Grossman and Dr. Farmer as successor co-trustees of various family trusts for the benefit of Ms. Grossman's children. Ms. Grossman was added as co-trustee on 1/26/05. Dr. Farmer disclaims beneficial ownership of the 12,120 shares since they are held in trust for the benefit of his nephews.
 - (5) The 2,219,200 shares are beneficially owned indirectly by Ms. Waite and Dr. Farmer as successor co-trustees of various family trusts for their benefit and the benefit of family members. Ms. Waite was added as co-trustee on 1/26/05. Dr. Farmer disclaims beneficial ownership of 27,771 shares held in trust for the benefit of his nephews. Ms. Waite disclaims beneficial ownership of 14,474 shares held in trust for the benefit of her nephews.
 - (6) The 9,550 shares are beneficially owned indirectly by Ms. Grossman as successor trustee of a family trust for the benefit of her daughter.
 - (7) The 21,820 shares are beneficially owned indirectly by Ms. Grossman as co-trustee and settlor with her husband of a revocable family trust. Ms. Grossman and her husband share voting and investment power over the shares, although the shares are Ms. Grossman's sole and separate property.
 - (8) The 21,820 shares were originally reported as directly owned by Ms. Waite on Form 3, filed with the Securities and Exchange Commission on January 19, 2005. Such shares should have been reported as beneficially owned indirectly by Ms. Waite as sole trustee and settlor of a revocable family trust.
 - (9) The 21,820 shares are beneficially owned indirectly by Mr. Farmer as sole trustee and settlor of a revocable family trust.

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Remarks:

This FORM 3/A is filed jointly by Carol Lynn Farmer Waite, Jeanne Ann Farmer Grossman and

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.