

JENKINS JAMES R  
Form 4  
December 01, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
JENKINS JAMES R

2. Issuer Name and Ticker or Trading Symbol  
DEERE & CO [DE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

DEERE & COMPANY, ONE JOHN DEERE PLACE

3. Date of Earliest Transaction (Month/Day/Year)  
11/30/2010

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

Senior V.P. & General Counsel

(Street)

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

MOLINE, IL 61265

(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 Beneficial Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                     |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |   |
| \$1 Par Common Stock <sup>(1)</sup> | 11/30/2010                           |  | M                              |   | 3,000 A \$ 30.82  | 117,710  | D   |
| \$1 Par Common Stock <sup>(1)</sup> | 11/30/2010                           |  | S                              |   | 3,000 D \$ 74.475 <sup>(2)</sup>  | 114,710  | D   |
| \$1 Par Common Stock <sup>(1)</sup> | 11/30/2010                           |  | M                              |   | 5,000 A \$ 34.685   | 119,710  | D   |
| \$1 Par Common                      | 11/30/2010                           |  | S                              |   | 5,000 D \$ 74.475   | 114,710  | D   |

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| Stock <sup>(1)</sup>                      |            |   |       |   | <sup>(2)</sup>              |                        |   |
|---|------------|---|-------|---|-----------------------------|------------------------|---|
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | M | 4,000 | A | \$ 34.44                    | 118,710                | D |
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | S | 4,000 | D | \$<br><sup>(2)</sup> 74.475 | 114,710                | D |
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | M | 9,920 | A | \$<br>48.375                | 124,630                | D |
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | S | 9,920 | D | \$<br><sup>(2)</sup> 74.475 | 114,710                | D |
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | M | 7,124 | A | \$<br>39.665                | 121,834                | D |
| \$1 Par<br>Common<br>Stock <sup>(1)</sup> | 11/30/2010 | S | 7,124 | D | \$<br><sup>(2)</sup> 74.475 | 114,710 <sup>(3)</sup> | 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.**

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(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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Market Priced Options <sup>(1) (4)</sup>   | \$ 30.82   | 11/30/2010                           |  | M                              | 3,000   | 12/10/2006 12/10/2013                                    | Common Stock  | 3,000                         |
|  | \$ 34.685  | 11/30/2010                           |  | M                              | 5,000   | 12/08/2007 12/08/2014                                    |   | 5,000                         |

| Market Priced Options<br>(1) (4) |           |            |   |       |            |            |  | Common Stock |       |
|----------------------------------|-----------|------------|---|-------|------------|------------|--|--------------|-------|
| Market Priced Options<br>(1) (4) | \$ 34.44  | 11/30/2010 | M | 4,000 | 12/07/2008 | 12/07/2015 |  | Common Stock | 4,000 |
| Market Priced Options<br>(1) (4) | \$ 48.375 | 11/30/2010 | M | 9,920 | 12/06/2007 | 12/06/2016 |  | Common Stock | 9,920 |
| Market Priced Options<br>(1) (4) | \$ 39.665 | 11/30/2010 | M | 7,124 | 12/17/2009 | 12/17/2018 |  | Common Stock | 7,124 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| JENKINS JAMES R<br>DEERE & COMPANY<br>ONE JOHN DEERE PLACE<br>MOLINE, IL 61265 |               |           | Senior V.P. & General Counsel |       |

## Signatures

/s/ Paul Wilczynski, Assistant Secretary, Deere & Company, Under Power of Attorney 12/01/2010

\_\_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) Exercise of Rule 16b-3 options and related sales of shares pursuant to a Rule 10(b)5-1 stock option exercise plan executed on September 2, 2010.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$74.35 to \$74.71, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2) Includes 82,433 restricted stock units subject to restrictions or limitations under the John Deere Omnibus Equity and Incentive Plan. Units include the ability to have shares withheld to satisfy income tax obligations. The reporting person also indirectly beneficially owns 6,000 common shares of the Issuer that are directly owned by his spouse.
- (3) All options include the ability to withhold shares upon the exercise of the option to satisfy income tax obligations.
- (4) All options include the ability to withhold shares upon the exercise of the option to satisfy income tax obligations.

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.