

Grossman Jeanne Farmer  
Form 4  
March 09, 2018

**FORM 4**

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Grossman Jeanne Farmer

(Last) (First) (Middle)

FARMER BROS. CO., 1912  
FARMER BROTHERS DRIVE

(Street)

NORTHLAKE, TX 76262

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

FARMER BROTHERS CO [FARM]

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

03/07/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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	
Common Stock, \$1.00 par value	03/07/2018		S		5,000	D \$ 31.5	1,885,063 I Trusts <sup>(1)</sup>
Common Stock, \$1.00 par value	03/08/2018		S		5,000	D \$ 31.532 <sup>(2)</sup>	1,880,063 I Trusts <sup>(1)</sup>
Common Stock, \$1.00 par value	03/07/2018		S		10,000	D \$ 32.0834 <sup>(3)</sup>	1,870,063 I Trusts <sup>(1)</sup>

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Common  
Stock,  
\$1.00 par  
value

18,874 D

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Grossman Jeanne Farmer  
FARMER BROS. CO.  
1912 FARMER BROTHERS DRIVE  
NORTHLAKE, TX 76262

X

## Signatures

/s/ Thomas J. Mattei Jr., Attorney-In-Fact for Jeanne Farmer  
Grossman

03/09/2018

\_\_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) Reflects all of the shares of the Issuer's Common Stock owned directly by various family trusts of which the Reporting Person is the sole trustee, co-trustee, beneficiary, and/or settlor, as reported in the Issuer's Definitive Proxy statement on Schedule 14A filed with the SEC

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on October 27, 2017, after giving effect to subsequent transactions by the Reporting Person, including this reported transaction. The Reporting Person disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

- (2) Open market sale. This transaction was executed in multiple trades at prices ranging from \$31.50 to \$31.675; the price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide full information regarding the respective numbers of shares and prices at which these trades were effected upon request to the SEC staff, the Issuer, or a security holder of the Issuer. The Reporting Person continues to meet the Issuer's stock ownership guidelines.

- (3) Open market sale. This transaction was executed in multiple trades at prices ranging from \$32.00 to \$32.30; the price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide full information regarding the respective numbers of shares and prices at which these trades were effected upon request to the SEC staff, the Issuer, or a security holder of the Issuer. The Reporting Person continues to meet the Issuer's stock ownership guidelines.

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.