MORTENSEN THOMAS W

Form 4 May 14, 2012

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average

SECURITIES

burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MORTENSEN THOMAS W			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
	FARME	FARMER BROTHERS CO [FARM]					(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				, ,				
			(Month/Day/Year)					Director		Owner	
20333 S. NORMANDIE AVE.			05/11/2012					X Officer (give title Other (specify below) SR. VICE PRES.OF ROUTE SALES			
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
	Filed(Mon	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
TORRANCE, CA 90502								Form filed by More than One Reporting Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of	2. Transaction Da	te 2A. Dee	emed	3.	4. Securiti	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year	<u></u>	on Date, if	* /				Securities	Form: Direct (D) or	Indirect	
(Instr. 3) any (Month/			Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)				9)	Beneficially Owned	Beneficial Ownership		
(Month)			bay, rear) (msar. 6)					Following	Indirect (I) (Instr. 4)	(Instr. 4)	
						(A)		Reported			
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common						, ,	Φ.				
Stock \$1.00 par value	05/11/2012			A	10,000	A	\$ 6.96	20,256 (1)	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right tobuy)	\$ 6.96	05/11/2012		A	20,000	(2)	05/11/2019	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MORTENSEN THOMAS W 20333 S. NORMANDIE AVE. TORRANCE, CA 90502

SR. VICE PRES.OF ROUTE SALES

Signatures

/s/ Jeffrey A. Wahba, Attorney-In-Fact 05/14/2012

**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) Grant of restricted stock under the 2007 Omnibus Plan pursuant to employment agreement dated April 4, 2012; 100% of the shares will vest on May 11, 2015, subject to acceleration provisions of the 2007 Omnibus Plan and restricted stock agreement.
- Grant of non-qualified stock option under the 2007 Omnibus Plan pursuant to employment agreement dated April 4, 2012; the stock option vests pursuant to a three year vesting schedule, whereby one-third of the total number of shares issuable under the option becomes exercisable each year on the anniversary of the grant date subject to acceleration provisions of the 2007 Omnibus Plan and stock option agreement.

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.

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