DEERE & CO Form 4 April 03, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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 * COFFMAN VANCE D

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

(Middle)

(Zip)

DEERE & CO [DE]

3. Date of Earliest Transaction

(Check all applicable)

5. Relationship of Reporting Person(s) to

DEERE & COMPANY, ONE JOHN

(First)

(Month/Day/Year) 03/01/2006

X_ Director 10% Owner Officer (give title Other (specify

(Street)

(State)

DEERE PLACE

(Last)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

MOLINE, IL 61265

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

4. Securities Acquired 3. Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4)

(Instr. 3) (Month/Day/Year)

> (A) or Amount (D) Price Code

Transaction(s) (Instr. 3 and 4)

Reported

\$1 Par Common

Stock (1)

03/01/2006

Α 974

 $2,518^{(2)}$

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 orDerivative 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 1 9 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0 (3)	03/31/2006		A	253.004	<u>(4)</u>	<u>(4)</u>	Common Stock	253.004	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
COFFMAN VANCE D DEERE & COMPANY ONE JOHN DEERE PLACE MOLINE, IL 61265	X						

Signatures

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

04/03/2006

**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) References to Deere & Company common stock include associated preferred stock rights.
- Includes 2,518 shares of restricted stock acquired under the Nonemployee Director Stock Ownership Plan of the issuer. Restrictions are as authorized by the Board of Directors. The plan provides for tax withholding rights.
- (3) The security converts to common stock on a one-for-one basis.
- The phantom stock units were accrued under the Issuer's Nonemployee Directors Deferred Compensation Plan and are to be settled solely in cash beginning in the calendar year following the reporting person's retirement from the Issuer's Board.
- The reported holdings of phantom stock units include units acquired in dividend reinvestment transactions that are exempt from line-item reporting.

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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