Mack Michael J Form 4 December 10, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

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if no longer

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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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Mack Michael J Issuer Symbol DEERE & CO [DE] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title ) \_ Other (specify ONE JOHN DEERE PLACE 12/08/2009 below) President WW C&F Division (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

MOLINE, IL 61265

| (City)                               | (State)                                 | (Zip) Table   | e I - Non-D                             | erivative                             | Secur                        | ities Acq | uired, Disposed of   | f, or Beneficial   | ly Owned  |
|--------------------------------------|---|---|---|---------------------------------------|------------------------------|-----------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securi<br>on(A) or D<br>(Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| \$1 Par<br>Common<br>Stock (1)       | 12/08/2009                              |   |   | 3,091                                 | ` ′                          |           | 67,680   | D  |   |
| \$1 Par<br>Common<br>Stock (2)       | 12/09/2009                              |   | A                                       | 6,505                                 | A                            | \$ 0      | 74,185 <u>(3)</u>  | D  |   |

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

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ative Expiration Date ties (Month/Day/Year) red (A) posed of  3, 4, |                    | 7. Title and Amount o<br>Underlying Securities<br>(Instr. 3 and 4) |                                    |
|---|---|---|---|--|---|---|--------------------|--|------------------------------------|
|   |   |   |   | Code V                                 | (A) (D)   | Date Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of Share |
| Market<br>Priced<br>Options                         | \$ 52.25  | 12/09/2009                              |   | A                                      | 64,797  | 12/09/2010(5)   | 12/09/2019         | Common<br>Stock  | 64,79                              |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |                           |       |  |  |
|--------------------------------|---------------|-----------|---------------------------|-------|--|--|
|                                | Director      | 10% Owner | Officer                   | Other |  |  |
| Mack Michael J                 |               |           |                           |       |  |  |
| ONE JOHN DEERE PLACE           |               |           | President WW C&F Division |       |  |  |

## **Signatures**

MOLINE, IL 61265

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

12/10/2009

\*\*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) Exempt withholding of shares to satisfy tax withholding obligations upon conversion of restricted stock units to unrestricted shares.
- (2) Grant of restricted stock units under the John Deere Omnibus Equity and Incentive Plan.
- (3) Includes 57,453 restricted stock units granted under the John Deere Omnibus Equity and Incentive Plan to be settled solely in shares.
- (4) All options include the ability to withhold shares upon the exercise of the option to satisfy income tax obligations.
- (5) The options become exercisable in three approximately equal installments on December 9, 2010, December 9, 2011 and December 9, 2012.

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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