SWARTZ JEFFREY B

Form 4

August 19, 2005

FORM 4

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

OMB 3235-0287

Check this box if no longer CTATEMENT OF CHANCES IN

Number: January 31, 2005

OMB APPROVAL

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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Form 5 obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> SWARTZ JEFFREY B

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

5. Relationship of Reporting Person(s) to Issuer

Symbol

TIMBERLAND CO [TBL]

(Check all applicable)

(Last) (First) (Middle)

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

__X__ Director __X__ Officer (give title

__X__ 10% Owner Country Other (specify

200 DOMAIN DRIVE

08/18/2005

below) below)

President and CEO

6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

Person

STRATHAM, NH 03885

(City)	(State)	(Zip) Tab	le I - Non-D) erivative	Secui	rities Acq	uired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired f Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) r) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Class A Common Stock (1)	08/18/2005		M(2)	7,100	A	\$ 17.74	381,298	D	
Class A Common Stock (3)	08/18/2005		S(2)	7,100	D	\$ 33.6	374,198	D	
Class A Common Stock (1)	08/18/2005		M(2)	1,000	A	\$ 17.74	375,198	D	
Class A Common	08/18/2005		S(2)	1,000	D	\$ 33.67	374,198	D	

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Stock (3)								
Class A Common Stock (1)	08/18/2005	M(2)	1,500	A	\$ 17.74	375,698	D	
Class A Common Stock (3)	08/18/2005	S(2)	1,500	D	\$ 33.74	374,198	D	
Class A Common Stock						87,204	I	by Spouse
Class A Common Stock (3)						534,866	I	by Swartz Trust
Class A Common Stock						31,200	I	by self as custodian (4)
Class B Common Stock						64,380	D	
Class B Common Stock						3,220,612	I	by Swartz Trust
Class B Common Stock						183,484	I	by self as custodian

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 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)

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title 1

(9-02)

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Non-Qualified Stock Option (right to buy)	\$ 17.74	08/18/2005	M(2)	7,100	02/28/2003(1)	02/28/2013	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.74	08/18/2005	M <u>(2)</u>	1,000	02/28/2003(1)	02/28/2013	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.74	08/18/2005	M(2)	1,500	02/28/2003(1)	02/28/2013	Class A Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 19.485				03/06/2004	03/06/2013	Class A Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 28.5				03/01/2002(1)	03/01/2011	Class A Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 31.29				03/03/2005(1)	03/03/2014	Class A Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fg	Director	10% Owner	Officer	Other			
SWARTZ JEFFREY B 200 DOMAIN DRIVE STRATHAM, NH 03885	X	X	President and CEO				

Signatures

By: Danette Wineberg, Attorney-in-Fact For: Jeffrey B. Swartz

08/19/2005

**Signature of Reporting Person

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) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant.
- (2) Shares sold pursuant to selling plan dated February 11, 2005 that is intended to comply with Rule 10b5-1(c).
- (3) Details of these stock options have been previously reported.
 - The Reporting Person, as custodian for his sons, Daniel, Samuel and Noah Swartz, under the MA Uniform Gifts to Minors Act, holds the

Date

(4) following shares for his sons: 15,600 shares each for Daniel and Samuel Swartz of Class A Common Stock; and 74,012 shares each for Daniel and Samuel Swartz and 35,460 shares for Noah Swartz of Class B Common Stock.

Reporting Owners 3

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