

SWARTZ JEFFREY B
Form 4
August 19, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SWARTZ JEFFREY B

2. Issuer Name and Ticker or Trading Symbol
TIMBERLAND CO [TBL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 DOMAIN DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/18/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

STRATHAM, NH 03885

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| 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.

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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 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 Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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