#### **SWARTZ JEFFREY B**

Form 4

February 22, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

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

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

TIMBERLAND CO [TBL]

(Middle)

3. Date of Earliest Transaction

(Check all applicable)

200 DOMAIN DRIVE

(Month/Day/Year)

02/17/2011

\_X\_\_ 10% Owner \_X\_\_ Director X\_ Officer (give title \_ Other (specify below)

President and CEO

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

#### STRATHAM, NH 03885

(City)	(State)	(Zip) Tak	ole I - Non-	Derivative S	Securi	ties Acqu	ired, Disposed 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. Transaction Code (Instr. 8)	4. Securities onor Dispose (Instr. 3, 4	d of (I and 5)	))	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	02/17/2011		M <u>(1)</u>	120,000	A	\$ 28.5	862,509	D	
Class A Common Stock	02/17/2011		M(2)	50,000	A	\$ 17.74	912,509	D	
Class A Common Stock	02/17/2011		S(3)	1,150	D	\$ 34.25	911,359	D	
Class A Common	02/17/2011		S	1,300	D	\$ 34.26	910,059	D	

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Stock							
Class A Common Stock	02/17/2011	S	450	D	\$ 34.27	909,609	D
Class A Common Stock	02/17/2011	S	100	D	\$ 34.28	909,509	D
Class A Common Stock	02/17/2011	S	300	D	\$ 34.29	909,209	D
Class A Common Stock	02/17/2011	S	13,700	D	\$ 34.3	895,509	D
Class A Common Stock	02/17/2011	S	100	D	\$ 34.31	895,409	D
Class A Common Stock	02/17/2011	S	500	D	\$ 34.45	894,909	D
Class A Common Stock	02/17/2011	S	400	D	\$ 34.52	894,509	D
Class A Common Stock	02/17/2011	S	600	D	\$ 34.53	893,909	D
Class A Common Stock	02/17/2011	S	100	D	\$ 34.69	893,809	D
Class A Common Stock	02/17/2011	S	600	D	\$ 34.7	893,209	D
Class A Common Stock	02/17/2011	S	300	D	\$ 34.73	892,909	D
Class A Common Stock	02/17/2011	S	2,006	D	\$ 35	890,903	D
Class A Common Stock	02/17/2011	S	400	D	\$ 34.75	890,503	D
Class A Common Stock	02/17/2011	S	1,430	D	\$ 35.01	889,073	D

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Class A Common Stock	02/17/2011	S	1,294	D	\$ 35.02	887,779	D	
Class A Common Stock	02/17/2011	S	900	D	\$ 35.03	886,879	D	
Class A Common Stock	02/17/2011	S	270	D	\$ 35.04	886,609	D	
Class A Common Stock	02/17/2011	S	700	D	\$ 35.06	885,909	D	
Class A Common Stock	02/17/2011	S	1,000	D	\$ 35.07	884,909	D	
Class A Common Stock	02/17/2011	S	1,600	D	\$ 35.08	883,309	D	
Class A Common Stock	02/17/2011	S	200	D	\$ 35.09	883,109	D	
Class A Common Stock						31,200	I	By Self As Custodian
Class A Common Stock						87,204	I	By Spouse (5)
Class A Common Stock						278,204	I	By Swartz Trust (6)

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Secu
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		
	Derivative				Disposed of (D)		
	Security				(Instr. 3, 4, and		
					5)		

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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar Nu Sh
Non-qualified Stock Option (Right to Buy)	\$ 28.5	02/17/2011	M			120,000	03/01/2002	03/01/2011	Class A Common Stock	12
Non-qualified Stock Option (Right to Buy)	\$ 17.74	02/17/2011	M			50,000	02/28/2003	02/28/2012	Class A Common Stock	5

## **Reporting Owners**

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

# **Signatures**

/s/Danette Wineberg, attorney-in-fact for Jeffrey B.
Swartz
02/22/2011

\*\*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) These shares are being exercised pursuant to a 10b5-1 trading plan.
- (2) These shares are being exercised pursuant to a 10b5-1 trading plan.
- (3) These shares and all other shares listed below in this column of Table 1 are being sold pursuant to a 10b5-1 trading plan.
- (4) The Reporting Person, as custodian for his sons, Daniel, Samuel and Noah Swartz, under the MA Uniform Gifts to Minors Act, holds the following shares for his sons: 15,600 shares each for Daniel and Samuel Swartz of Class A Common Stock.
- (5) Reporting Person's spouse received shares as a gift. Reporting Person disclaims ownership of these shares.
- (6) The Reporting Person is one of the beneficiaries of The Sidney W. Swartz 1982 Family Trust, which Trust holds 278,204 shares of Class A Common Stock and 3,220,612 shares Class B.
- (7) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant
- (8) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant.

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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