

DIERY IAN W  
Form 4  
May 26, 2009

**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 \*  
DIERY IAN W

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)  
05/21/2009

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

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 (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security		(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	An or Nu of
			Code	V				
Restricted Stock Unit	\$ 0	05/21/2009	A	7,734	05/21/2010 <sup>(1)</sup>	05/21/2019	Class A Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 17.83				05/16/2009 <sup>(2)</sup>	05/16/2018	Class A Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 17.9063				05/16/2001 <sup>(3)</sup>	05/16/2010	Class A Common Stock	1
Non-Qualified Stock Option (right to buy) <sup>(4)</sup>	\$ 21.055				05/16/2003	05/16/2012	Class A Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 24.38				05/16/2001 <sup>(5)</sup>	05/16/2011	Class A Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 25.305				05/16/2004 <sup>(5)</sup>	05/16/2013	Class A Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 26.36				05/16/2008 <sup>(6)</sup>	05/16/2017	Class A Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 27.96				05/16/2007 <sup>(6)</sup>	05/16/2016	Class A Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 29.32				04/17/2005 <sup>(3)</sup>	04/17/2014	Class A Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 35.82				05/16/2006 <sup>(6)</sup>	05/16/2015	Class A Common Stock	8

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

DIERY IAN W  
200 DOMAIN DRIVE  
STRATHAM, NH 03885

X

## Signatures

By: Danette Wineberg, Attorney-in-Fact For: Ian W.  
Diery

05/26/2009

\_\_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) These Restricted Stock Units become exercisable in one (1) year after the date of grant. These Restricted Stock Units were granted pursuant to the Company's 2007 Incentive Plan
- (2) These stock options become exercisable one (1) year after the date of grant. These options were granted pursuant to the Company's 2007 Stock Option Plan.
- (3) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant. These stock options were granted pursuant to the Company's 1991 Stock Option Plan for Non-Employee Directors.
- (4) Grant to reporting person of a stock option pursuant to a plan which satisfies the requirements of old Rule 16b-3.
- (5) These stock options become exercisable in four (4) equal installments, commencing one (1) year after the date of grant.
- (6) These options become exercisable one (1) year after the date of grant. These stock options were granted pursuant to the Company's 2001 Stock Option Plan for Non-Employee Directors.

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.