

Mack Michael J
Form 4
June 14, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Mack Michael J

(Last) (First) (Middle)
ONE JOHN DEERE PLACE
(Street)

MOLINE, IL 61265

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DEERE & CO [DE]

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President, WW C&F Division

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

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)
\$1 Par Common Stock ⁽¹⁾	06/06/2012		G	V 23,000 D	\$ 0 49,223 ⁽²⁾	D	
\$1 Par Common Stock ⁽¹⁾	06/06/2012		G	V 23,000 A	\$ 0 23,000	I	By Trust

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)

Edgar Filing: Mack Michael J - Form 4

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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date			
Market Priced Options <u>(3)</u>	\$ 88.82	06/06/2012		G V		18,291		<u>(4)</u>	12/05/2017	Common Stock	18,291
Market Priced Options <u>(3)</u>	\$ 88.82	06/06/2012		G V	18,291			<u>(4)</u>	12/05/2017	Common Stock	18,291
Market Priced Options <u>(3)</u>	\$ 39.665	06/06/2012		G V		12,774		<u>(5)</u>	12/17/2018	Common Stock	12,774
Market Priced Options <u>(3)</u>	\$ 39.665	06/06/2012		G V	12,774			<u>(5)</u>	12/17/2018	Common Stock	12,774
Market Priced Options <u>(3)</u>	\$ 52.25	06/06/2012		G V		32,560		<u>(6)</u>	12/09/2019	Common Stock	32,560
Market Priced Options <u>(3)</u>	\$ 52.25	06/06/2012		G V	32,560			<u>(6)</u>	12/09/2019	Common Stock	32,560
Market Priced Options <u>(3)</u>	\$ 80.61	06/06/2012		G V		7,257	12/08/2011	12/08/2020		Common Stock	7,257
Market Priced Options <u>(3)</u>	\$ 80.61	06/06/2012		G V	7,257		12/08/2011	12/08/2020		Common Stock	7,257

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mack Michael J ONE JOHN DEERE PLACE MOLINE, IL 61265			President, WW C&F Division	

Signatures

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

06/14/2012

__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) Gift of shares to a family trust for the benefit of spouse and children.
- (2) Includes 41,701 restricted stock units under the John Deere Omnibus Equity and Incentive Plan to be settled solely in shares.
- (3) Gift of employee stock options to a family trust for the benefit of spouse and children.
- (4) The options became exercisable in three approximately equal installments on December 5, 2008, December 5, 2009 and December 5, 2010.
- (5) The options became exercisable in three approximately equal installments on December 17, 2009, December 17, 2010 and December 17, 2011.
- (6) The options became exercisable in two approximately equal installments on December 9, 2010 and December 9, 2011.

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.