DEERE & CO Form 4 January 03, 2014

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1(b).

(Print or Type Responses)

C/O THE WHITE

1. Name and Address of Reporting Person * **BOWLES CRANDALL CLOSE**

2. Issuer Name and Ticker or Trading

Symbol DEERE & CO [DE]

(First) (Middle) (Last)

HOMESTEAD, 1042 W. HWY 160 (Street)

3. Date of Earliest Transaction

(Month/Day/Year) 12/31/2013

Officer (give title below)

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

6. Individual or Joint/Group Filing(Check Applicable Line)

X_ Director

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

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

Issuer

FORT MILL, SC 29715

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Month/Day/Year) (Instr. 3)

2. Transaction Date 2A. Deemed Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

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January 31,

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Number:

Expires:

response...

Estimated average

burden hours per

(A) or Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

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 (9-02)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 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any

5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Dispos	Disposed of (D) (Instr. 3, 4, and					(
				Code	V (A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0 (1)	12/31/2013		A	314.	793	(2)	(2)	Common Stock	314.793	

Reporting Owners

Reporting Owner Name / Address	Relationships						
.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Director	10% Owner	Officer	Other			
BOWLES CRANDALL CLOSE							
C/O THE WHITE HOMESTEAD 1042 W. HWY 160	X						

Signatures

FORT MILL, SC 29715

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

01/03/2014

**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).
- The security converts to common stock on a one-for-one basis. **(1)**
- The phantom stock units were accrued under the Issuer's Nonemployee Director Deferred Compensation Plan and are to be settled **(2)** solely in cash beginning in the calendar year following the reporting person's separation from service with the Issuer.
- The reported holdings of phantom stock units include units acquired in dividend revinvestment transactions that are exempt from line-item reporting. The reporting person also directly beneficially owns 22,716 \$1 par common shares of the Issuer and 10,534 (3) restricted stock units. The stock units and 19,916 of the shares are restricted units and shares acquired under the Issuer's Nonemployee Director Stock Ownership Plan.

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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