

DEERE &amp; CO

Form 4

December 07, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MARKLEY H J**

(Last) (First) (Middle)

**DEERE & COMPANY, 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)  
**12/05/2007**

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)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
\$1 Par Common Stock <sup>(1)</sup> <u>(2)</u>	12/05/2007		A	9,117 A	\$ 0 83,863	D	
\$1 Par Common Stock <sup>(1)</sup> <u>(3)</u>	12/06/2007		M	15,658 A	\$ 48.375 99,521	D	
\$1 Par Common Stock <sup>(1)</sup> <u>(3)</u>	12/06/2007		S	15,658 D	\$ 88.2167 83,863	D	

\$1 Par Common Stock <u>(1)</u> <u>(3)</u>	12/07/2007	M	20,524	A	\$ 34.44	104,387	D
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\$1 Par Common Stock <u>(1)</u> <u>(3)</u>	12/07/2007	S	20,524	D	\$ 89.1965	83,863 <u>(4)</u>	D
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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 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 Underlying Security (Instr. 3 and 4)	8. Amount Paid or Received (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Market Priced Options (5)	\$ 88.82	12/05/2007		A		27,353		12/05/2008(6)	12/05/2017	Common Stock	20,000
Market Priced Options (3) (5)	\$ 48.375	12/06/2007		M		15,658		(7)	12/06/2016	Common Stock	10,000
Market Priced Options (3) (5)	\$ 34.44	12/07/2007		M		20,524		(8)	12/07/2015	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
MARKLEY H J DEERE & COMPANY	Executive Vice President

ONE JOHN DEERE PLACE  
MOLINE, IL 61265

## Signatures

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

12/07/2007

\_\_\_\_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) References to Deere & Company common stock include associated preferred stock rights.
- (2) Grant of restricted stock units under the John Deere Omnibus Equity and Incentive Plan.
- (3) Exercise of Rule 16b-3 employee stock options and related sale of shares pursuant to a Rule 10(b) 5-1 option exercise plan executed on 24 May 2007.
- (4) Includes 65,905 restricted stock units granted under the John Deere Omnibus Equity and Incentive Plan to be settled solely in shares. The reporting person also indirectly owns 5,130 shares beneficially owned by his spouse.
- (5) All options include the ability to withhold shares upon the exercise of the option to satisfy income tax obligations.
- (6) The options become exercisable in three approximately equal installments on December 5, 2008, December 5, 2009, and December 5, 2010.
- (7) The options become exercisable in three approximately equal installments on December 6, 2007, 2008 and 2009.
- (8) The options become exercisable in three approximately equal installments on December 7, 2006, 2007 and 2008.

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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