

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

SCHEDULE 14A  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of The Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant ☐

Filed by a Party other than the Registrant ☒

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☒ Soliciting Material Under Rule 14a-12

FARMER BROS. CO.

(Name of Registrant as Specified in Its Charter)

CAROL FARMER WAITE  
CAROL L. WAITE TRUST  
1964 JEANNE ANN FARMER GROSSMAN TRUST  
1964 RICHARD FRANCIS FARMER TRUST  
1964 ROY EDWARD FARMER TRUST  
1964 CAROL LYNN FARMER WAITE TRUST  
1969 ROY EDWARD FARMER TRUST  
1969 JEANNE ANN FARMER TRUST  
1969 RICHARD FRANCIS FARMER TRUST  
1969 CAROL LYNN FARMER WAITE TRUST  
1969 ROY F. FARMER TRUST  
1969 EMILY MARJORIE FARMER TRUST  
1972 ROY EDWARD FARMER TRUST  
1972 CAROL LYNN FARMER WAITE TRUST  
1972 JEANNE ANNE FARMER GROSSMAN TRUST  
1972 RICHARD FRANCIS FARMER  
1972 ROY F. FARMER TRUST  
1972 EMILY MARJORIE FARMER TRUST  
1987 ROY F. FARMER TRUST I  
1987 ROY F. FARMER TRUST II  
1987 ROY F. FARMER TRUST III  
1987 ROY F. FARMER TRUST IV  
1988 ROY F. FARMER TRUST I  
FARMER INSURANCE TRUST  
1984 JONATHAN MICHAEL WAITE TRUST  
THE 2012 WAITE TRUST  
2012 GROSSMAN IRREVOCABLE TRUST  
AUSTIN WAITE  
EMILY WAITE  
JONATHAN MICHAEL WAITE  
SUZANNA WAITE  
SCOTT GROSSMAN  
BRETT GROSSMAN  
BRYNN GROSSMAN  
TOM MORTENSEN  
JOHN SAMORE, JR.,  
JENNIFER GONZALEZ-YOUSEF

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ No fee required.
- ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials:

☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Save Farmers Bros., a group that consists of Carol Farmer Waite, Carol L. Waite Trust, 1964 Jeanne Ann Farmer Grossman Trust, 1964 Richard Francis Farmer Trust, 1964 Roy Edward Farmer Trust, 1964 Carol Lynn Farmer Waite Trust, 1969 Roy Edward Farmer Trust, 1969 Jeanne Ann Farmer Trust, 1969 Richard Francis Farmer Trust, 1969 Carol Lynn Farmer Waite Trust, 1969 Roy F. Farmer Trust, 1969 Emily Marjorie Farmer Trust, 1972 Roy Edward Farmer Trust, 1972 Carol Lynn Farmer Waite Trust, 1972 Jeanne Anne Farmer Grossman Trust, 1972 Richard Francis Farmer, 1972 Roy F. Farmer Trust, 1972 Emily Marjorie Farmer Trust, 1987 Roy F. Farmer Trust I, 1987 Roy F. Farmer Trust II, 1987 Roy F. Farmer Trust III, 1987 Roy F. Farmer Trust IV, 1988 Roy F. Farmer Trust I, Farmer Insurance Trust, 1984 Jonathan Michael Waite Trust, the 2012 Waite Trust, 2012 Grossman Irrevocable Trust, Austin Waite, Emily Waite, Jonathan Michael Waite, Suzanna Waite, Scott Grossman, Brett Grossman, Brynn Grossman, Tom Mortensen, John Samore, Jr., and Jennifer Gonzalez-Yousef, intends to make a preliminary filing with the Securities and Exchange Commission of a proxy statement and an accompanying WHITE proxy card to be used to solicit votes for the election of a slate of director nominees at the upcoming 2016 annual meeting of stockholders of Farmer Bros. Co., a Delaware corporation.

Item 1: On September 29, 2016, Save Farmer Bros. issued an Investor Presentation, a copy of which is attached hereto as Exhibit 1.

Item 2: On September 29, 2016, Save Farmer Bros. issued the following press release:

**Save Farmer Bros. Files Detailed Investor Presentation on Farmer Bros.**

***Calls on the Board to Form Special Committee to Explore All Reasonable Options Available to Maximize Shareholder Value***

***Launches Website at [www.SaveFarmerBros.com](http://www.SaveFarmerBros.com)***

FORT WORTH, Texas, September 29, 2016 – Save Farmer Bros. announced today that it has released a detailed investor presentation in relation to its long-term investment in Farmer Bros. Co. (NASDAQ:FARM) and launched a website at [www.SaveFarmerBros.com](http://www.SaveFarmerBros.com).

The investor presentation is available for download at the following link: [www.SaveFarmerBros.com/downloads/Save\\_Farmer\\_Bros-Investor\\_Presentation\\_\(September\\_2016\).pdf](http://www.SaveFarmerBros.com/downloads/Save_Farmer_Bros-Investor_Presentation_(September_2016).pdf).

Investor Contact:  
Okapi Partners LLC  
Bruce H. Goldfarb / Patrick McHugh / Charles Garske  
212-297-0720  
[info@okapipartners.com](mailto:info@okapipartners.com)

**CERTAIN INFORMATION CONCERNING THE PARTICIPANTS**

Carol Farmer Waite, together with the other the participants named herein (collectively, “Save Farmer Bros.”) intends to file a preliminary proxy statement and accompanying proxy card with the Securities and Exchange Commission (“SEC”) to be used to solicit votes for the election of their slate of three highly-qualified director nominees at the 2016 annual meeting of stockholders of Farmer Bros. Co., a Delaware corporation (the “Company”).

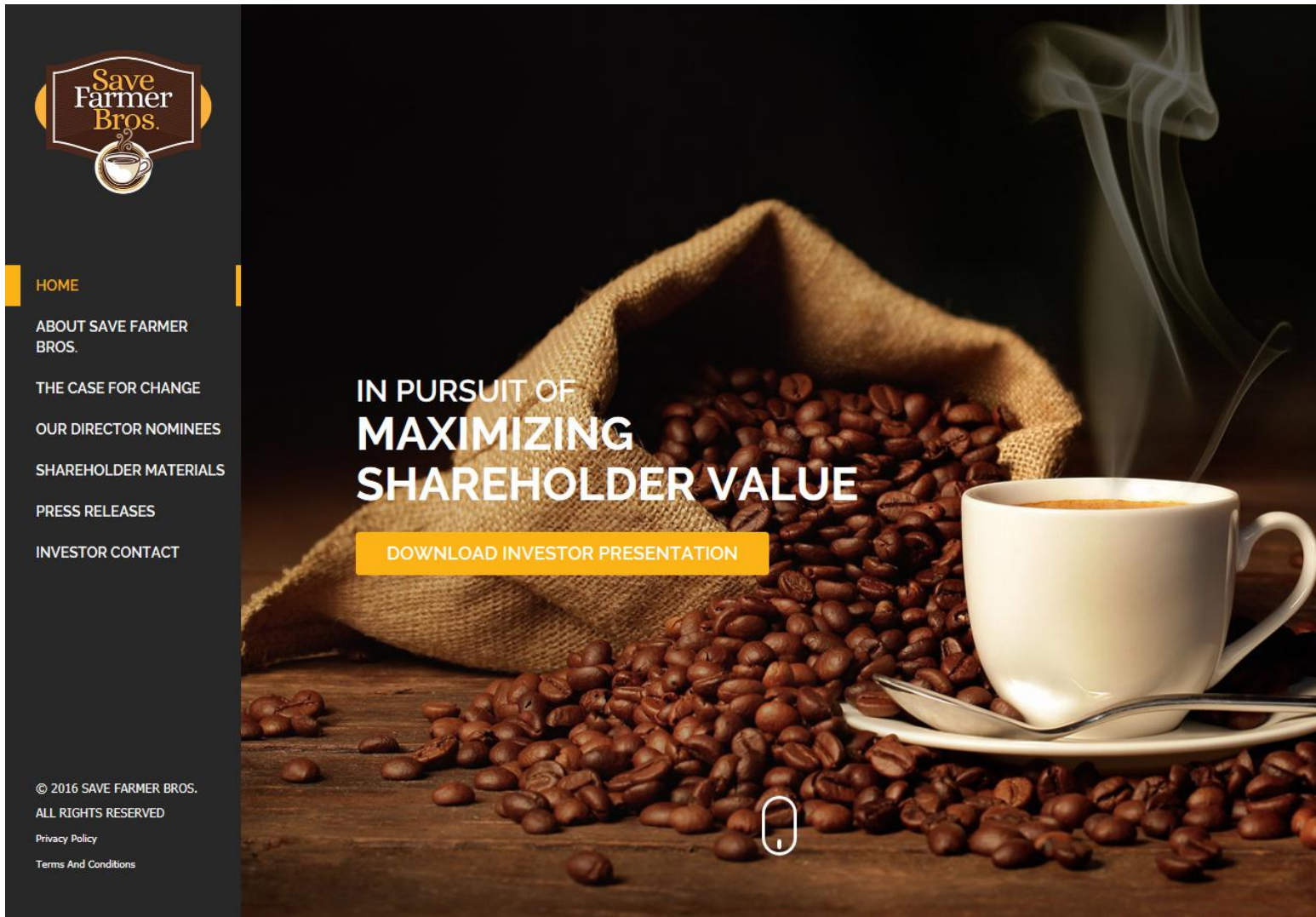
SAVE FARMER BROS. STRONGLY ADVISES ALL STOCKHOLDERS OF THE COMPANY TO READ THE PROXY STATEMENT AND OTHER PROXY MATERIALS AS THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. SUCH PROXY MATERIALS WILL BE AVAILABLE AT NO CHARGE ON THE SEC’S WEB SITE AT [HTTP://WWW.SEC.GOV](http://WWW.SEC.GOV). IN ADDITION, THE PARTICIPANTS IN THIS PROXY SOLICITATION WILL PROVIDE COPIES OF THE PROXY STATEMENT WITHOUT CHARGE, WHEN AVAILABLE, UPON REQUEST. REQUESTS FOR COPIES SHOULD BE DIRECTED TO THE PARTICIPANTS’ PROXY SOLICITOR.

The participants in the proxy solicitation are anticipated to be the Carol L. Waite Trust, Tom Mortensen, John Samore, Jr., Jennifer Gonzalez-Yousef, 1964 Jeanne Ann Farmer Grossman Trust (the “JAF Trust”), 1964 Richard Francis Farmer Trust (the “RAF Trust”), 1964 Roy Edward Farmer Trust (the “Roy E Trust”), 1964 Carol Lynn Farmer Waite Trust (the “1964 Carol Waite Trust”), 1969 Roy Edward Farmer Trust (the “1969 Roy E Trust”), 1969 Jeanne Ann Farmer Trust (the “1969 JAF Trust”), 1969 Richard Francis Farmer Trust (the “1969 RAF Trust”), 1969 Carol Lynn Farmer Waite Trust (the “1969 Carol Waite Trust”), 1969 Roy F. Farmer Trust, 1969 Emily Marjorie Farmer Trust (the “1969 Emily Farmer Trust”), 1972 Roy Edward Farmer Trust (the “1972 Roy E Trust”), 1972 Carol Lynn Farmer Waite Trust (the “1972 Carol Waite Trust”), 1972 Jeanne Anne Farmer Grossman Trust (the “1972 JAF Trust”), 1972 Richard Francis Farmer (the “1972 RAF Trust”), 1972 Roy F. Farmer Trust, 1972 Emily Marjorie Farmer Trust (the “1972 Emily Farmer Trust”), 1987 Roy F. Farmer Trust I, (the “1987 I Roy F. Farmer Trust”), 1987 Roy F. Farmer Trust II (the “1987 II Roy F. Farmer Trust”), 1987 Roy F. Farmer Trust III (the “1987 III Roy F. Farmer Trust”), 1987 Roy F. Farmer Trust IV, (the “1987 IV Roy F. Farmer Trust”), 1988 Roy F. Farmer Trust I, Farmer Insurance Trust (the “Farmer Insurance Trust”), 1984 Jonathan Michael Waite Trust (the “1984 Jonathan Trust”), The 2012 Waite Trust, 2012 Grossman Irrevocable Trust (the “2012 Grossman Trust”), Ms. Waite, Austin Waite, Emily Waite, Jonathan Michael Waite, Suzanna Waite, Scott Grossman, Brett Grossman, and Brynn Grossman.

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As of the date hereof, the participants beneficially own 4,437,584 shares of common stock, \$1.00 par value per share, of the Company (the “Common Stock”). As of the date hereof, Ms. Waite, directly owns beneficial owner of 3,832,964 shares of Common Stock, of which Ms. Waite holds (i) sole voting and dispositive power related to 1,355,236 shares and (ii) shared voting and dispositive power related to 2,477,728 shares of Common Stock. As of the date hereof, the Carol L. Waite Trust directly beneficially owns 937,250 shares of Common Stock. As of the date hereof, the JAF Trust directly beneficially owns 321,750 shares of Common Stock. As of the date hereof, the RAF Trust directly beneficially owns 321,750 shares of Common Stock. As of the date hereof, the Roy E. Trust directly beneficially owns 321,750 shares of Common Stock. As of the date hereof, the 1964 Carol Wait Trust directly beneficially owns 321,750 shares of Common Stock. As of the date hereof, the 1969 Roy E Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1969 JAF Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1969 RAF Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1969 Carol Waite Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1969 Roy F. Farmer Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1969 Emily Farmer Trust directly beneficially owns 77,960 shares of Common Stock. As of the date hereof, the 1972 Roy E Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1972 Carol Waite Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1972 JAF Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1972 RAF Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1972 Roy F. Farmer Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1972 Emily Farmer Trust directly beneficially owns 24,000 shares of Common Stock. As of the date hereof, the 1987 I Roy F. Farmer Trust directly beneficially owns 65,930 shares of Common Stock. As of the date hereof, the 1987 II Roy F. Farmer Trust directly beneficially owns 65,930 shares of Common Stock. As of the date hereof, the 1987 III Roy F. Farmer Trust directly beneficially owns 65,930 shares of Common Stock. As of the date hereof, the 1987 IV Roy F. Farmer Trust directly beneficially owns 65,930 shares of Common Stock. As of the date hereof, the 1988 Roy F. Farmer Trust I directly beneficially owns 6,060 shares of Common Stock. As of the date hereof, the Farmer Insurance Trust directly beneficially owns 303,158 shares of Common Stock. As of the date hereof, the 1984 Jonathan Trust directly beneficially owns 6,030 shares of Common Stock. As of the date hereof, the 2012 Grossman Trust directly beneficially owns 417,986 shares of Common Stock. As of the date hereof, the 2012 Waite Trust directly beneficially owns 340,000 shares of Common Stock. As of the date hereof, Austin Waite directly beneficially owns 50 shares of Common Stock. As of the date hereof, Emily Waite directly beneficially owns 50 shares of Common Stock. As of the date hereof, Jonathan Michael Waite, as the trustee for the 2012 Waite Trust, may be deemed to beneficially own the 340,000 shares of Common Stock owned by the 2012 Waite Trust. As of the date hereof, Suzanna Waite directly beneficially owns 500 shares of Common Stock. As of the date hereof, Scott Grossman directly beneficially owns 100 shares of Common Stock. As of the date hereof, Brett Grossman directly beneficially owns 100 shares of Common Stock. As of the date hereof, Brynn Grossman directly beneficially owns 100 shares of Common Stock. As of the date hereof, Mr. Mortensen, directly owns 6,392 shares of Common Stock. As of the date hereof, Mr. Samore does not directly or indirectly own any shares of Common Stock. As of the date hereof, Ms. Yousef does not directly or indirectly own any shares of Common Stock.

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**Disclaimer**

The views expressed on this website represent the opinions of Carol Farmer Waite, who beneficially owns shares of Farmer Bros. Co. (the “Company”), and are based on publicly available information with respect to the Company. Ms. Waite recognizes that there may be confidential information in the possession of the Company that could lead it or others to disagree with Ms. Waite’s conclusions. Ms. Waite reserves the right to change any of her opinions expressed herein at any time as she deems appropriate and disclaims any obligation to notify the market or any other party of any such changes. Ms. Waite disclaims any obligation to update the information or opinions contained on this website.

Certain financial projections and statements made herein have been derived or obtained from filings made with the Securities and Exchange Commission (“SEC”) or other regulatory authorities and from other third party reports. Ms. Waite shall not be responsible or have any liability for any misinformation contained in any SEC, other regulatory filing or third party report. There is no assurance or guarantee with respect to the prices at which any securities of the Company will trade, and such securities may not trade at prices that may be implied herein. The estimates, projections and potential impact of the opportunities identified by Ms. Waite herein are based on assumptions that Ms. Waite believes to be reasonable as of the date of the materials on this website, but there can be no assurance or guarantee that actual results or performance of the Company will not differ, and such differences may be material.

The materials on this website are provided merely as information and are not intended to be, nor should they be construed as, an offer to sell or a solicitation of an offer to buy any security. These materials do not recommend the purchase or sale of any security. Ms. Waite currently beneficially owns shares of the Company. It is possible that there will be developments in the future that cause Ms. Waite from time to time to sell all or a portion of her holdings of the Company in open market transactions or otherwise (including via short sales), buy additional shares (in open market or privately negotiated transactions or otherwise), or trade in options, puts, calls or other derivative instruments relating to such shares.

Although Ms. Waite believes the statements made in this website are substantially accurate in all material respects and does not omit to state material facts necessary to make those statements not misleading, Ms. Farmer Waite makes no representation or warranty, express or implied, as to the accuracy or completeness of those statements or any other written or oral communication she makes with respect to the Company and any other companies mentioned, and Ms. Waite expressly disclaims any liability relating to those statements or communications (or any inaccuracies or omissions therein). Thus, stockholders and others should conduct their own independent investigation and analysis of those statements and communications and of the Company and any other companies to which those statements or communications may be relevant.

This website may contain links to articles and/or videos (collectively, “Media”). The views and opinions expressed in such Media are those of the author(s)/speaker(s) referenced or quoted in such Media and, unless specifically noted otherwise, do not necessarily represent the opinion of Ms. Waite.

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## About Save Farmer Bros.

*Save Farmer Bros. is a shareholder group led by Carol Farmer Waite and certain other members of the founding family, which is the largest shareholder of Farmer Bros. Co. ("Farmer Bros." or the "Company"). Farmer Bros. is a business that we care deeply about, but it is a business that, we believe, has lost its way under its current leadership. Make no mistake about it, the interests of the Farmer family members who comprise the Save Farmer Bros. group are fully aligned with the interests of all Farmer Bros. shareholders. Our goals are to restore profitable growth, restore a positive corporate culture, link executive pay with performance, avoid the loss of key talent and improve accountability to shareholders through implementing best practices in corporate governance. We believe these are improvements that, if implemented, would benefit all shareholders.*

***Additionally, Save Farmer Bros. is open to the Company exploring all reasonable options available to maximize shareholder value.***

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# The Farmer Bros. Story

*Farmer Bros. was established by Roy E. Farmer in 1912 to brew and distribute coffee to homes and businesses in the Los Angeles area. In 1920, Frank Farmer, Roy's brother, became a partner in the Company. During the 1920's, Roy and Frank grew the Company to expand to San Diego and the Bay Area. Despite Frank's passing in 1934, the Company thrived during the Great Depression as it expanded outside of California and began manufacturing its brewing equipment in-house. In 1951, Roy passed away and his son, Roy F. Farmer, took over as CEO and soon took the Company public. As a public company, Farmer Bros.' growth skyrocketed as it expanded into new geographies and additional product areas. In 2003, Roy F. handed the reins of the Company over to his son Roy E. Farmer. Unfortunately, Roy F. passed away in 2004 and Roy E. passed away in 2005.*



*In 2005, with the passing of Roy E., the Company was led for the first time by someone outside of the Farmer family. During this period the Company struggled to be profitable. These struggles were compounded by the 2008 financial crisis which eventually led the Company to suspend dividend payments in 2011. We believe this suspension of dividends was a factor in the Company's largest institutional shareholder selling nearly all of its shares in 2012, resulting in a steep drop in Farmer Bros.' stock price. In 2012, Mike Keown was named CEO of the Company six months after Farmer Bros.' stock price had stabilized and began its march higher. Initially, Save Farmer Bros. was supportive of management; however, it became apparent in short order that the Board of Directors of Farmer Bros. (the "Board") and management had little interest in engaging with shareholders to listen to their concerns. In April 2015, management announced that the Company was moving its headquarters from Torrance, California to Northlake, Texas, a decision which has resulted in approximately 300 California-based employees losing their livelihood with seemingly no opportunity.*

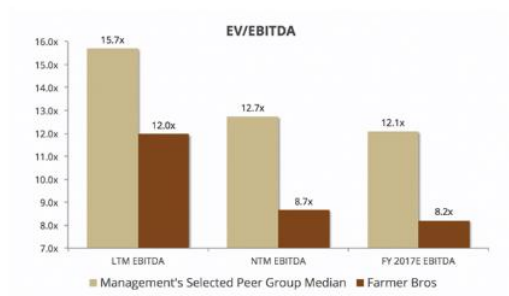
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# Poor Track Record of Value Creation and Operating Performance

## Depressed Valuation

Farmer Bros. is materially undervalued relative to management's selected peers.



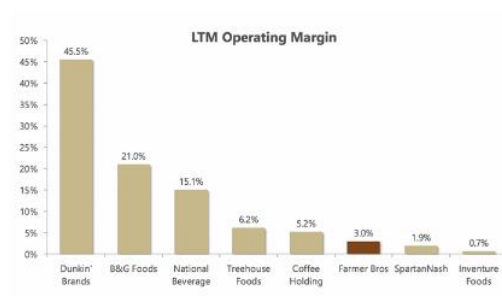
Source: Capital IQ

Note: As of unaffected share price date of August 26, 2016

Note: Management's Selected Peer Group defined in Farmer Bros.' Form 10-K filed September 14, 2016 as B&G Foods, Inc.; Coffee Holding Co. Inc.; Dunkin' Brands Group, Inc.; National Beverage Corp.; SpartanNash Co.; Inventure Foods, Inc.; and Treehouse Foods, Inc. (Boulder Brands, Inc. excluded as it is no longer a publicly traded company)

## Compressed Margins

Farmer Bros. lags most of management's selected peers in operating margin.



Source: Capital IQ

Note: Management's Selected Peer Group defined in Farmer Bros.' Form 10-K filed September 14, 2016 as B&G Foods, Inc.; Coffee Holding Co. Inc.; Dunkin' Brands Group, Inc.; National Beverage Corp.; SpartanNash Co.; Inventure Foods, Inc.; and Treehouse Foods, Inc. (Boulder Brands, Inc. excluded as it is no longer a publicly traded company)

# Poor Capital Allocation Decisions

## Questionable Capital Allocation Decisions

Recently, the Board has made several capital allocation decisions which we believe were subsequently contradicted by the Company's hastily executed relocation of its corporate headquarters to another state, including:

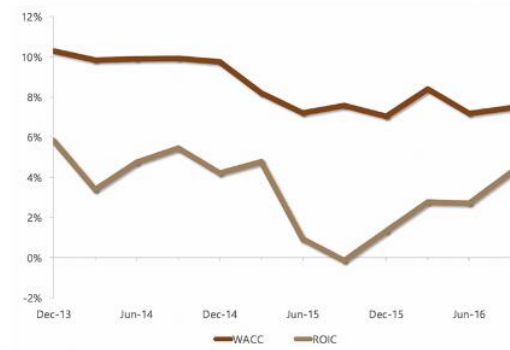
- Long haul fleet investments
- Long haul fleet rebranding
- Energy sustainability in Torrance
- State of the art equipment in Torrance and Houston

We also question what we believe were half-hearted efforts to increase revenues, including:

- E-commerce
- Opportunities/capabilities in spice

## Return on Capital Lower Than Cost of Capital

We believe the fact that the Company's return on capital is significantly lower than its cost of capital demonstrates the Board's poor capital allocation decisions.



Source: Bloomberg

# The Board's Questionable Corporate Governance

## Questionable Corporate Governance

We question the Board's corporate governance practices, including:

- Limited shareholder board representation
- Poor executive compensation practices, which is reflected in the Company's extremely poor "say-on-pay" results
- Dramatically increasing director compensation

**Most disturbingly, Mr. Keown claims to have hand-picked three out of seven directors,<sup>(1)</sup> which leads us to question the overall independence of the Board and its ability to hold senior management accountable**

(1) Source: [www.linkedin.com/in/mike-keown](http://www.linkedin.com/in/mike-keown) as of September 26, 2016 ("Dramatically strengthened Board of Directors recruiting 3 of 7 new Directors all of whom are ex-CEOs with skills in strategy, supply chain management, audit, governance, and marketing")

## Which Directors Did Mr. Keown Personally Recruit?

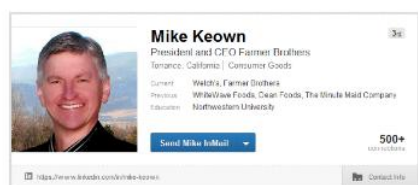


**Can shareholders really expect the Board to properly oversee and hold management accountable when the CEO and his three hand-picked directors effectively control the Board?**

# We Do Not Believe the Board Is Capable of Maximizing the Value of Your Investment


In addition to the poor corporate governance practices of the Board, we have significant concerns about Mr. Keown. Merely examining his LinkedIn profile reveals an individual who is prone to self-promotion and exaggeration of his past accomplishments. Mr. Keown's profile reads like he is actively seeking employment, despite the fact that he is currently the Company's chief executive – can a CEO be focused on maximizing shareholder value if he is actively exploring other job opportunities? He brags about delivering operating results and being a team builder – we question both of these claims. Additionally, Mr. Keown seems to have exaggerated his performance while CEO of Farmer Bros. Even more startling is the fact that Mr. Keown views his recruitment of three directors – Randy Clark, Charles Marcy and Christopher Mottern – as something that he takes "pride" in and as something he should boast about. This fact demonstrates, we believe, a disregard for proper corporate governance best practices on the part of Mr. Keown as he is willing to broadcast his effective takeover of the Board for the whole world to see. Can shareholders really expect the Board to properly oversee and hold management accountable when the CEO and his three hand-picked directors effectively control the Board?

## Mr. Keown's Tenure at Farmer Bros. as Summed Up In His LinkedIn Profile



- Did Mr. Keown actually drive "4x stock improvement in 48 months"?
- Has the restructuring actually realized savings of \$20 million?
- Did Mr. Keown actually recruit three out of seven directors on the Board?
- Was the last employee survey actually conducted in the last 12 months?
- Did Mr. Keown actually implement the coffee hedging strategy?

**President and Chief Executive Officer**  
Farmer Brothers  
March 2012 – Present (4 years 6 months) | Torrance, CA



Farmer Brothers is a leading manufacturer and distributor of high quality coffees, teas, spices, and culinary products to foodservice establishments and retailers, with annual sales of \$550M. Products are distributed primarily through 500 routes and is the country's largest direct-store-delivery (DSD) coffee company. Key national customers include McDonald's, Target, and Walgreens. There are 1,800 employees, three manufacturing plants, and coffee is sourced from 28 countries.

- Drove 4X stock improvement in 48 months. Net income has improved from a loss of \$52M the year prior to my arrival (FY11) to approximately \$11m this year (FY15), with EBITDA margins improving to roughly 9%. The balance sheet is now very strong with no debt.
- Currently executing restructure of infrastructure and logistics with savings of approximately \$20M and constructing a world class roasting facility and HQ in Fort Worth, Texas.
- Gained BOD alignment to other key turn around plans including: 1) branding and new product innovation plan; 2) restructuring of Senior Team; 3) overhaul of the performance management process to drive results and morale; and 4) development of a sustainability strategy which has won critical support from key customers like McDonald's and Target.
- Dramatically strengthened Board of Directors recruiting 3 of 7 new Directors all of whom are ex-CEOs with skills in strategy, supply chain management, audit, governance, and marketing.
- Employee scores have doubled in key areas such as "we have a clear vision", "the company is on track", "morale", and "understand my role" in last 12-months.
- Implemented coffee hedging strategy which is lowering costs, improving predictability and solidified core key customer partnerships including Target, McDonalds, Einstein Bagels and Nordstrom's.
- Successfully extended all key union contracts below cost targets.

Source: [www.linkedin.com/in/mike-keown](https://www.linkedin.com/in/mike-keown) as of September 28, 2016

# Our Highly Qualified Director Nominees

We have nominated three highly qualified candidates to stand for election to the Board at the 2016 Annual Meeting who will be committed to instituting governance best practices, restoring board independence, making pragmatic capital allocation decisions, growing revenue, improving margins and **exploring all reasonable options to maximize shareholder value.**



**Tom Mortenson**

**Improving Operating Efficiency**

Mr. Mortensen will bring to the Board his extensive knowledge of coffee, tea and culinary product sales and distribution, deep institutional knowledge of Farmer Bros., long term interest in the success of the Company and process improvement.

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**John Samore, Jr.**

**Improving Capital Allocation**

Mr. Samore will bring to the Board his extensive knowledge of business strategy, accounting and taxation, quality and risk management, previous Farmer Bros. board experience and corporate governance expertise.

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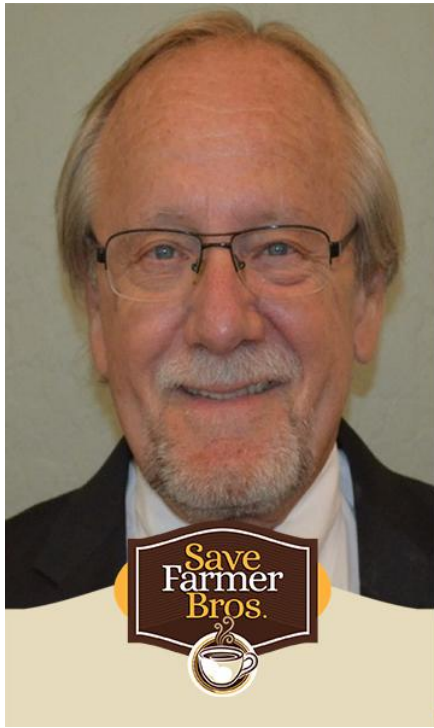
**Jennifer Gonzalez Yousef**

**Improving Sales Growth**

Ms. Yousef will bring to the Board her deep knowledge of strategy, process improvement, information technology, project management, recruiting, compensation, contract negotiation, employee relations and training, operations management, marketing and consumer branding experience and global sourcing.

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## Tom Mortensen

Improving Operating Efficiency

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### Experience

- Held numerous positions during his 35 year career at Farmer Bros.
- Executive officer at Farmer Bros. from 2012 through 2015

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"Slim operating margins has substantially affected the bottom line of Farmer Bros. A significant contributing factor to low margins has been the Company's bloated G&A expenses. Merely getting the Company's corporate costs under control has the potential to create significant shareholder value. The first place to start is to re-evaluate compensation in the C-Suite."

*Tom Mortensen, Save Farmer Bros. Nominee*





## John Samore, Jr.

Improving Capital Allocation

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### Experience

- Currently serves as an independent strategic business consultant and as an independent tax consultant
- Retired Tax Partner at Arthur Andersen LLP
- Former Director of Farmer Bros.
- Certified Public Accountant in California

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"The opportunity to create value at Farmer Bros. is tremendous. One of the keys to value creation at Farmer Bros. is improving the Company's capital allocation discipline. If the Board and management institute a focus on return on invested capital when making capital allocation decisions, then there is no reason why Farmer Bros. cannot return to being fully valued and also begin to return capital to shareholders."

*John Samore, Jr., Save Farmer Bros. Nominee*





## Jennifer Gonzalez Yousef

Improving Sales Growth

### Experience

- Current Senior Group Manager, Industry Relations at WNS (Holdings) Limited
- Former Human Capital Analyst at Deloitte Consulting LLP

"Sales is the lifeblood of companies like Farmer Bros. A number of things must occur in order to improve sales growth at the Company, including improving morale of the salesforce in order to retain top talent, anticipating and understanding the demands of customers and differentiating the Farmer Bros. brand from the competition in both product and service."

*Jennifer Gonzalez Yousef, Save Farmer Bros. Nominee*



# Shareholder Materials



## Save Farmer Bros. Investor Presentation (September 2016)

Save Farmer Bros. presents its case for change and introduces its highly qualified director candidates.

[Read More.](#)



## Save Farmer Bros. Letter to the Board of Directors (August 29, 2016)

Save Farmer Bros. issues an open letter to the Board highlighting its serious concerns with the Company's strategic direction, operational performance and governance under the direction of the Company's current CEO and Board.

[Read More.](#)

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## Press Releases



### Save Farmer Bros. Files Detailed Investor Presentation on Farmer Bros.

Calls on the Board to form special committee to explore all reasonable options available to maximize shareholder value.

[Read More](#)



### Founding Family Members Form Save Farmer Bros. Group to Drive Meaningful Change

Announces intention to nominate highly qualified candidates for election at the 2016 Annual Meeting.

[Read More](#)

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# Investor Contact

👤 Okapi Partners LLC

📍 1212 Avenue of the  
Americas, 24th Floor  
New York, New York 10036

✉ [info@okapipartners.com](mailto:info@okapipartners.com)

📞 (877) 796-5274

📠 (212) 297-1710



Cautionary Statement Regarding Forward-Looking Statements

The materials on this website contain forward-looking statements. All statements contained herein that are not clearly historical in nature or that necessarily depend on future events are forward-looking, and the words “anticipate,” “believe,” “expect,” “potential,” “opportunity,” “estimate,” “plan,” and similar expressions are generally intended to identify forward-looking statements. The projected results and statements contained herein that are not historical facts are based on current expectations, speak only as of the date of these materials and involve risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such projected results and statements. Assumptions relating to the foregoing involve judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond the control of Ms. Waite. Although Ms. Waite believes that the assumptions underlying the projected results or forward-looking statements are reasonable as of the date of these materials, any of the assumptions could be inaccurate and therefore, there can be no assurance that the projected results or forward-looking statements included herein will prove to be accurate. In light of the significant uncertainties inherent in the projected results and forward-looking statements included herein, the inclusion of such information should not be regarded as a representation as to future results or that the objectives and strategic initiatives expressed or implied by such projected results and forward-looking statements will be achieved. Ms. Waite will not undertake and specifically declines any obligation to disclose the results of any revisions that may be made to any projected results or forward-looking statements herein to reflect events or circumstances after the date of such projected results or statements or to reflect the occurrence of anticipated or unanticipated events.

Additional Information

The Carol L. Waite Trust, Tom Mortensen, John Samore, Jr., Jennifer Gonzalez-Yousef, 1964 Jeanne Ann Farmer Grossman Trust, 1964 Richard Francis Farmer Trust, 1964 Roy Edward Farmer Trust, 1964 Carol Lynn Farmer Waite Trust, 1969 Roy Edward Farmer Trust, 1969 Jeanne Ann Farmer Trust, 1969 Richard Francis Farmer Trust, 1969 Carol Lynn Farmer Waite Trust, 1969 Roy F. Farmer Trust, 1969 Emily Marjorie Farmer Trust, 1972 Roy Edward Farmer Trust, 1972 Carol Lynn Farmer Waite Trust, 1972 Jeanne Anne Farmer Grossman Trust, 1972 Richard Francis Farmer, 1972 Roy F. Farmer Trust, 1972 Emily Marjorie Farmer Trust, 1987 Roy F. Farmer Trust I, 1987 Roy F. Farmer Trust II, 1987 Roy F. Farmer Trust III, 1987 Roy F. Farmer Trust IV, 1988 Roy F. Farmer Trust I, Farmer Insurance Trust, 1984 Jonathan Michael Waite Trust, The 2012 Waite Trust, 2012 Grossman Irrevocable Trust, Ms. Waite, Austin Waite, Emily Waite, Jonathan Michael Waite, Suzanna Waite, Scott Grossman, Brett Grossman, and Brynn Grossman (the “Participants”), intend to make a preliminary filing with the SEC of a preliminary proxy statement and accompanying proxy card to be used to solicit votes for the election of the Ms. Waite’s slate of director nominees to the Board of Directors of Farmer Bros. Co., at the Company’s upcoming 2016 annual meeting of stockholders, or any other meeting of stockholders held in lieu thereof, and any adjournments, postponements, reschedulings or continuations thereof.

THE PARTICIPANTS STRONGLY ADVISE ALL STOCKHOLDERS OF THE COMPANY TO READ THE PROXY STATEMENT AND OTHER PROXY MATERIALS AS THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. SUCH PROXY MATERIALS WILL BE AVAILABLE AT NO CHARGE ON THE SEC’S WEB SITE AT [HTTP://WWW.SEC.GOV](http://www.sec.gov). IN ADDITION, THE PARTICIPANTS IN THIS PROXY SOLICITATION WILL PROVIDE COPIES OF THE PROXY STATEMENT WITHOUT CHARGE, WHEN AVAILABLE, UPON REQUEST.

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Olshan Frome Wolosky LLP  
1325 Avenue of the Americas  
New York, NY 10019  
c/o: Save Farmer Bros.  
Attn: Andrew M. Freedman  
Tel: (212) 451 – 2300

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The contact information is:  
Olshan Frome Wolosky LLP  
1325 Avenue of the Americas  
New York, NY 10019  
c/o: Save Farmer Bros.  
Attn: Andrew M. Freedman  
Tel: (212) 451 – 2300

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