

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

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 2)***

Farmer Bros. Co.

(Name of Issuer)

Common Stock, par value \$1.00 per share

(Title of Class of Securities)

307675108

(CUSIP Number)

**John "Jack" Murphy
Levin Easterly Partners LLC
595 Madison Avenue, 17th Floor
New York, NY 10022
Telephone: (212) 259-0800**

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

June 3, 2019

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See 240.13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 307675108	
1. Names of Reporting Persons. Levin Easterly Partners LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds WC, AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person IA	

CUSIP No. 307675108	
1. Names of Reporting Persons. LE Partners Holdings LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person OO	

CUSIP No. 307675108	
1. Names of Reporting Persons. LE Partners Holdings II LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person OO	

CUSIP No. 307675108	
1. Names of Reporting Persons. LE Partners Holdings III LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person OO	

CUSIP No. 307675108	
1. Names of Reporting Persons. LE Partners Holdings IV LLC	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person OO	

CUSIP No. 307675108	
1. Names of Reporting Persons. Darrell Crate	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,581,286
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person IN	

CUSIP No. 307675108	
1. Names of Reporting Persons.	
Avshalom Kalichstein	
2. Check the Appropriate Box if a Member of a Group	
(a) <input type="checkbox"/>	
(b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds	
AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization	
United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power
	0
	8. Shared Voting Power
	1,581,286
	9. Sole Dispositive Power
	0
	10. Shared Dispositive Power
	2,556,044
11. Aggregate Amount Beneficially Owned by Each Reporting Person	
2,556,044	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11)	
15.0%	
14. Type of Reporting Person	
IN	

CUSIP No. 307675108	
1. Names of Reporting Persons. John Murphy	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,582,401
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 2,557,159
11. Aggregate Amount Beneficially Owned by Each Reporting Person 2,557,159	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) 15.0%	
14. Type of Reporting Person IN	

CUSIP No. 307675108	
1. Names of Reporting Persons. Levin Capital Strategies, LP	
2. Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3. SEC Use Only	
4. Source of Funds WC, AF	
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6. Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power 0
	8. Shared Voting Power 1,115
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 1,115
	11. Aggregate Amount Beneficially Owned by Each Reporting Person 1,115
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13. Percent of Class Represented by Amount in Row (11) Less than 1%	
14. Type of Reporting Person IA	

The following constitutes Amendment No. 2 to the Schedule 13D filed by the undersigned (the "Amendment No. 2"). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Item 3 is hereby amended and restated as follows:

The Shares were purchased with general investment funds in open market purchases, except as otherwise noted. The aggregate purchase price of the 2,556,044 Shares owned directly by Levin Easterly is approximately \$58,619,383, including brokerage commissions. The aggregate purchase price of the 1,155 Shares owned directly by LCS is approximately \$33,300, including brokerage commissions.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

The aggregate percentage of Shares reported owned by each person named herein is based upon 17,040,100 Shares outstanding as of April 30, 2019, which is the total number of Shares outstanding as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 8, 2019.

Items 5(a)-(d) are hereby amended and restated as follows:

A. Levin Easterly

(a) As of the close of business on June 4, 2019, Levin Easterly beneficially owned 2,556,044 Shares.

Percentage: Approximately 15.0%.

(b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

(c) The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

B. LEPH

(a) As of the close of business on June 4, 2019, LEPH beneficially owned 2,556,044 Shares.

Percentage: Approximately 15.0%.

(b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) LEPH has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

C. LEPH II

- (a) As of the close of business on June 4, 2019, LEPH II beneficially owned 2,556,044 Shares.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) LEPH II has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

D. LEPH III

- (a) As of the close of business on June 4, 2019, LEPH III beneficially owned 2,272,712 Shares.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) LEPH III has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by LCS during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

E. LEPH IV

- (a) As of the close of business on June 4, 2019, LEPH IV beneficially owned 2,556,044 Shares.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) LEPH IV has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

F. Darrell Crate

- (a) As Chairman of Levin Easterly and a member of LEPH IV, Mr. Crate is deemed to beneficially own 2,556,044 Shares beneficially owned by Levin Easterly.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) Mr. Crate has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

G. Avshalom Kalichstein

- (a) As a member of LEPH IV, Mr. Kalichstein is deemed to beneficially own 2,556,044 Shares beneficially owned by Levin Easterly.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0

2. Shared power to vote or direct vote: 1,581,286*

3. Sole power to dispose or direct the disposition: 0

4. Shared power to dispose or direct the disposition: 2,556,044*

* See Item 5(d) for further discussion.

- (c) Mr. Kalichstein has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

H. John “Jack” Murphy

- (a) As Chief Investment Officer of Levin Easterly, Mr. Murphy is deemed to beneficially own 2,386,144 Shares beneficially owned by Levin Easterly and one managed account at LCS.

Percentage: Approximately 15.0%.

- (b) 1. Sole power to vote or direct vote: 0
2. Shared power to vote or direct vote: 1,582,401*
3. Sole power to dispose or direct the disposition: 0
4. Shared power to dispose or direct the disposition: 2,557,159*

* See Item 5(d) for further discussion.

- (c) Mr. Murphy has not undertaken any transactions in the Shares during the past 60 days. The transactions in the Shares by Levin Easterly during the past 60 days are set forth in Schedule A and are incorporated herein by reference.

I. LCS**

- (a) As of the close of business on June 4, 2019, LCS beneficially owned 1,115 Shares.

Percentage: Approximately 0.01%.

- (b) 1. Sole power to vote or direct vote: 0
2. Shared power to vote or direct vote: 1,115*
3. Sole power to dispose or direct the disposition: 0
4. Shared power to dispose or direct the disposition: 1,115*

* See Item 5(d) for further discussion.

**Amounts set forth above include only those Shares of the Issuer held in an account managed by Mr. Murphy for whom LCS acts as investment manager and do not include any other Shares of the Issuer beneficially owned by LCS for which Mr. Murphy does not have investment discretion or voting power.

- (c) LCS has not undertaken any transactions in the Shares during the past 60 days.

The filing of this Schedule 13D shall not be construed as an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any of the securities reported herein. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that are not directly owned by such Reporting Person, except to the extent of their pecuniary interest therein.

- (d) Various separately managed accounts for whom Levin Easterly acts as investment manager have the right to receive dividends from, and the proceeds from the sale of 2,556,044 Shares. Dispositive power over such Shares is shared. Voting power over such Shares is deemed shared between such managed accounts and Levin Easterly with respect to 1,581,286 Shares.

One managed account managed by Mr. Murphy for whom LCS acts as investment manager has the right to receive dividends from, and the proceeds from the sale of 1,115 Shares. Dispositive power over such Shares is shared. Voting power over such Shares is deemed shared between such managed account and LCS with respect to 1,115 Shares.

(e) Not applicable

SIGNATURES

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned, severally and not jointly, certifies that the information set forth in this statement is true, complete and correct.

Dated: June 5, 2019

LEVIN EASTERLY PARTNERS LLC

By: /s/ Darrell Crate_____
Name: Darrell Crate
Title: Chairman

LE PARTNERS HOLDINGS LLC

By: /s/ Darrell Crate_____
Name: Darrell Crate
Title: Managing Director

LE PARTNERS HOLDINGS II LLC

By: /s/ Darrell Crate_____
Name: Darrell Crate
Title: Managing Director

LE PARTNERS HOLDINGS III LLC

By: /s/ Darrell Crate_____
Name: Darrell Crate
Title: Managing Director

LE PARTNERS HOLDINGS IV LLC

By: /s/ Darrell Crate_____
Name: Darrell Crate
Title: Managing Director

By: /s/ Darrell Crate_____
Name: Darrell Crate

By: /s/ Avshalom Kalichstein_____
Name: Avshalom Kalichstein

By: /s/ John Murphy
Name: John Murphy

LEVIN CAPITAL STRATEGIES, LP

By: /s/ John A. Levin
Name: John A. Levin
Title: Chief Executive Officer

Schedule A
Transactions in the Shares During the Past Sixty Days

Date	Buy or Sell	Quantity	Price Per Share (before commission)	Reporting Person
April 12, 2019	Buy	450,000	\$19.85	Levin Easterly Partners LLC
April 12, 2019	Buy	256	\$19.2556	Levin Easterly Partners LLC
April 15, 2019	Buy	14,438	\$19.7917	Levin Easterly Partners LLC
April 15, 2019	Buy	1,035	\$19.80	Levin Easterly Partners LLC
April 15, 2019	Buy	1,432	\$19.795	Levin Easterly Partners LLC
April 15, 2019	Buy	95,412	\$19.7917	Levin Easterly Partners LLC
April 16, 2019	Buy	2,145	\$19.7965	Levin Easterly Partners LLC
May 1, 2019	Buy	9,019	\$19.8567	Levin Easterly Partners LLC
May 2, 2019	Buy	6,956	\$19.7471	Levin Easterly Partners LLC
May 8, 2019	Buy	129,979	\$17.4274	Levin Easterly Partners LLC
May 20, 2019	Buy	6,665	\$18.7697	Levin Easterly Partners LLC
May 21, 2019	Buy	15,019	\$18.8262	Levin Easterly Partners LLC
May 28, 2019	Buy	902	\$18.475	Levin Easterly Partners LLC
June 3, 2019	Buy	267	\$18.20	Levin Easterly Partners LLC