

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MORTENSEN THOMAS W</u>			2. Issuer Name and Ticker or Trading Symbol <u>FARMER BROTHERS CO</u> [<u>FARM</u>]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div>Director10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below)Other (specify below)</div> <div><u>SR. VICE PRES.OF ROUTE SALES</u></div>		
(Last)(First)(Middle) <u>FARMER BROS. CO.</u> <u>20333 S. NORMANDIE AVE.</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2014</u>					
(Street) <u>TORRANCE</u> <u>CA</u> <u>90502</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>		
(City)(State)(Zip)								

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$1.00 Par Value	02/14/2014		M		3,035	A	\$18.41	25,455	D	
Common Stock, \$1.00 Par Value	02/14/2014		M		3,035	A	\$18.03	28,490	D	
Common Stock, \$1.00 Par Value	02/14/2014		M		2,023	A	\$7.32	30,513	D	
Common Stock, \$1.00 Par Value	02/14/2014		M		6,666	A	\$6.96	37,179	D	
Common Stock, \$1.00 Par Value	02/14/2014		M		1,456	A	\$11.81	38,635	D	
Common Stock, \$1.00 Par Value	02/14/2014		S		16,215	D	\$20.9814 ⁽¹⁾	22,420	D	
Common Stock, \$1.00 Par Value	02/18/2014		M		2,090	A	\$11.81	24,510	D	
Common Stock, \$1.00 Par Value	02/18/2014		S		2,090	D	\$20.98 ⁽²⁾	22,420	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$18.41	02/14/2014		M		3,035	(3)	12/10/2016	Common Stock	3,035	\$0	50,697	D	
Stpck Option (right to buy)	\$18.03	02/14/2014		M		3,035	(4)	12/09/2017	Common Stock	3,035	\$0	47,662	D	
Stock Option (right to buy)	\$7.32	02/14/2014		M		2,023	(5)	12/08/2018	Common Stock	2,023	\$0	45,639	D	
Stock Option (right to buy)	\$6.96	02/14/2014		M		6,666	(6)	05/11/2019	Common Stock	6,666	\$0	38,973	D	
Stock Option (right to buy)	\$11.81	02/14/2014		M		1,456	(7)	12/07/2019	Common Stock	1,456	\$0	37,517	D	
Stock Option (right to buy)	\$11.81	02/18/2014		M		2,090	(7)	12/07/2019	Common Stock	2,090	\$0	35,427	D	

Explanation of Responses:

7. Exercise of non-qualified stock option granted on 12/7/2012 under the Farmer Bros. Co. 2007 Omnibus Plan prior to its amendment and restatement in the form of the Farmer Bros. Co. Amended and Restated 2007 Long-Term Incentive Plan. The options vest pursuant to a three year vesting schedule whereby one-third of the total number of shares issuable under the option, or 3,546 shares, became exercisable on 12/7/2013 and two-thirds of the total number of shares issuable under the option, or 7,092 shares, have not vested and are not exercisable as of the transaction date of this report.

Remarks:

/s/ Thomas J. Mattei, Jr.,
Attorney-In-Fact for Thomas 02/19/2014
W. Mortensen

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.