

Israel James  
Form 4  
February 23, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Israel James

(Last) (First) (Middle)  
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)  
02/21/2006

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)  
President, John Deere Credit

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
\$1 Par Common Stock <u>(1)</u> <u>(2)</u>	02/21/2006		I		1,689 D \$ 77.67	10,882	D
\$1 Par Common Stock <u>(1)</u> <u>(3)</u>	02/23/2006		M		2,467 A \$ 42.69	13,349	D
\$1 Par Common Stock <u>(1)</u> <u>(3)</u>	02/23/2006		S		2,467 D \$ 78.31	10,882	D
\$1 Par Common	02/23/2006		M		126 A \$ 42.69	11,008	D

Stock <sup>(1)</sup> <sup>(3)</sup>

\$1 Par

Common	02/23/2006		S	126	D	\$	10,882	D
Stock <sup>(1)</sup> <sup>(3)</sup>						78.45		

\$1 Par

Common	02/23/2006		M	16,133	A	\$	27,015	D
Stock <sup>(1)</sup> <sup>(3)</sup>						42.3		

\$1 Par

Common	02/23/2006		S	16,133	D	\$	10,882	D <sup>(4)</sup>
Stock <sup>(1)</sup> <sup>(3)</sup>						78.31		

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

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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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Market Priced Options <sup>(3)</sup> <sup>(5)</sup>	\$ 42.69	02/23/2006		M	2,593	12/11/1997 12/11/2006	Common Stock 2,593
Market Priced Options <sup>(3)</sup> <sup>(5)</sup>	\$ 42.3	02/23/2006		M	16,133	12/12/2002 12/12/2011	Common Stock 16,133

## Reporting Owners

Reporting Owner Name / Address	Relationships
Israel James ONE JOHN DEERE PLACE	Director 10% Owner Officer President, John Deere Credit Other

MOLINE, IL 61265

## Signatures

/s/ Marc A. Howze, Secretary, Deere &  
Company

02/23/2006

\_\_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) Exempt discretionary transfer out of the issuer's 401(K) plan stock fund.
- (3) Exercise of Rule 16b-3 employee stock options and related sale of shares.
- (4) Includes 10,882 restricted stock units granted under the John Deere Omnibus Equity and Incentive Plan to be settled solely in shares.
- (5) All options include the ability to withhold shares upon the exercise of the option to satisfy income tax obligations.

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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