Edgar Filing: DEERE & CO - Form SC 13G/A

DEERE & CO Form SC 13G/A February 14, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 2)*

Deere & Co. (NAME OF ISSUER)

COMMON STOCK (TITLE OF CLASS OF SECURITIES)

244199105 (CUSIP NUMBER)

December 31, 2004 (DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [X] Rule 13d-1(b)
- [] Rule 13d-1(c)
- [] Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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 244199			13G		- 	PAGE	OF	PAGES
1	NAME OF REPORTING I.R.S. IDENTIFICA' (entities only)		ABOVE P	ERSONS			 ct & C	Co. LLC
2	CHECK THE APPROPR	IATE BOX IF	'A MEMBE	R OF A	GROUP	(a) ,	. '.	
3	SEC USE ONLY							
4	CITIZENSHIP OR PL	ACE OF ORGA	NIZATION	NEW	YORK			

Edgar Filing: DEERE & CO - Form SC 13G/A

SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5 SOLE VOTING POWER	17,501,139 					
		6 SHARED VOTING POWER						
		7 SOLE DISPOSITIVE POWER	17,501,139					
		8 SHARED DISPOSITIVE POW	ER 0					
9	AGGREGATE REPORTING	E AMOUNT BENEFICIALLY OWNED BY	17,501,139					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES // CERTAIN SHARES N/A							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.06%							
12	TYPE OF E	REPORTING PERSON						
ITEM 1.								
(a)	NAME (Deere	DF ISSUER & Co.						
(b)	ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES One John Deere Place Moline, IL 61265							
ITEM 2.								
(a)		OF PERSON FILING Abbett & Co. LLC						
(b)	ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 90 Hudson Street Jersey City, NJ 07302							
(c)	CITIZENSHIP New York							
(d)	TITLE OF CLASS OF SECURITIES Common Stock							
(e)	CUSIP NUMBER 244199105							
ITEM 3.	IF THIS STATEMENT IS FILED PURSUANT TO SECTIONS 240.13d-1(b) OR 240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:							
(e)	An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E)							
ITEM 4.	OWNERS	SHIP						
(a) (b)	See No. 9 See No. 11							

Edgar Filing: DEERE & CO - Form SC 13G/A

(C)

- (i) See No. 5
- (ii) See No. 6
- (iii) See No. 7
- (iv) See No. 8

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

N/A

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

N/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.

N/A

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N/A

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, ${\tt I}$ certify that the information set forth in this statement is true, complete and correct.

February 2, 2005

DATE

/s/ Paul. A. Hilstad

SIGNATURE

General Counsel

TITLE