

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended December 31, 2000
Commission file number 0-1375

FARMER BROS. CO.

California
State of Incorporation

95-0725980
Federal ID Number

20333 S. Normandie Avenue, Torrance, California
Registrant's Address

90502
Zip

(310) 787-5200
Registrant's telephone number

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES[X] NO []

Number of shares of Common Stock outstanding: 1,926,414 as of December 31, 2000.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements (Dollars in thousands, except per share data)

FARMER BROS. CO.
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	For the three months ended December 31,		For the six months ended December 31,	
	2000	1999	2000	1999
Net sales	\$57,795	\$56,303	\$109,810	\$109,371
Cost of goods sold	19,164	23,400	38,876	43,698
	38,631	32,903	70,934	65,673
Selling expense	21,253	20,230	41,234	40,160
General and administrative expenses	2,614	2,214	5,478	4,205
	23,867	22,444	46,712	44,365
Income from operations	14,764	10,459	24,222	21,308
Other income:				
Dividend income	746	654	1,504	1,269
Interest income	3,209	2,384	6,200	4,654
Other, net	795	363	666	109
	4,750	3,401	8,370	6,032
Income before taxes	19,514	13,860	32,592	27,340
Income taxes	7,707	5,544	12,874	10,936
Income before cumulative effect of accounting change	11,807	8,316	19,718	16,404

Cumulative effect of accounting change, net of income taxes	-	-	(310)	-
Net income	\$11,807	\$ 8,316	\$ 19,408	\$ 16,404
Income per common share:				
Before cumulative effect of accounting change	\$ 6.40	\$ 4.45	\$10.70	\$ 8.77
Cumulative effect of accounting change	-	-	(.17)	-
Net income per share	\$ 6.40	\$ 4.45	\$10.53	\$ 8.77
Weighted average shares outstanding	1,842,807	1,870,134	1,842,554	1,870,444
Dividends declared per share	\$0.80	\$0.75	\$1.60	\$1.50

The accompanying notes are an integral part of these financial statements.

FARMER BROS. CO.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	December 31, 2000	June 30, 2000
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 22,427	\$ 15,504
Short term investments	224,081	114,346
Accounts and notes receivable, net	19,809	18,494
Inventories	35,959	36,770
Income tax receivable	1,340	1,340
Deferred income taxes	1,224	1,224
Prepaid expenses	482	882
Total current assets	305,322	188,560
Property, plant and equipment, net	39,514	38,741
Notes receivable	3,160	3,081
Long term investments	-	94,243
Other assets	25,240	23,975
Deferred income taxes	3,104	4,867
Total assets	\$376,340	\$353,467
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 6,271	\$ 5,921
Accrued payroll expenses	6,153	5,953
Other	7,412	5,092
Total current liabilities	19,836	16,966
Accrued postretirement benefits	19,934	19,198
Other long term liabilities	4,190	4,190
	24,124	23,388
Commitments and contingencies	-	-
Shareholders' equity:		
Common stock, \$1.00 par value, authorized 3,000,000 shares; 1,926,414 shares issued and outstanding	1,926	1,926
Additional paid-in capital	16,408	16,359
Retained earnings	327,614	311,153
Unearned ESOP shares	(13,568)	(13,679)
Accumulated other comprehensive income	-	(2,646)
Total shareholders' equity	332,380	313,113
Total liabilities and shareholders' equity	\$376,340	\$353,467

The accompanying notes are an integral part of these financial statements.

FARMER BROS. CO.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the six months ended December 31,	
	2000	1999
Cash flows from operating activities:		
Net income	\$ 19,408	\$ 16,404
Adjustments to reconcile net income to net cash provided by operating activities:		
Cumulative effect of accounting change	310	-
Depreciation	2,717	2,872
Deferred income taxes	1,763	-
Loss on sales of assets	(19)	43
ESOP Contribution expense	549	-
Net loss (gain) on investments	(462)	182
Net unrealized loss on investments reclassified as trading	2,336	-
Change in assets and liabilities:		
Investments classified as trading	(15,030)	-
Accounts and notes receivable	(1,352)	(3,545)
Inventories	811	(5)
Income tax receivable	-	249
Prepaid expenses and other assets	(897)	(1,633)
Accounts payable	350	2,310
Accrued payroll and expenses and other liabilities	2,520	705
Other long term liabilities	736	805
Total adjustments	(5,668)	1,983
Net cash provided by operating activities	\$ 13,740	\$ 18,387

The accompanying notes are an integral part of these financial statements.

FARMER BROS. CO
CONSOLIDATED STATEMENTS OF CASH FLOWS
(CONTINUED)
(Unaudited)

	For the six months ended December 31,	
	2000	1999
Net cash provided by operating activities:	\$13,740	\$18,387
Cash flows from investing activities:		
Purchases of property, plant and equipment	(3,517)	(7,722)
Proceeds from sales of property, plant and equipment	79	175
Purchases of investments	-	(162,031)
Proceeds from sales of investments	-	162,636
Notes issued	(78)	-
Notes repaid	36	68
Net cash used in investing activities	(3,480)	(6,874)
Cash flows from financing activities:		

Dividends paid	(2,947)	(2,809)
Purchase of common stock	-	3,160
ESOP loan	(390)	-
Net cash used in financing activities	(3,337)	(5,969)
Net decrease in cash and cash equivalents	6,923	5,544
Cash and cash equivalents at beginning of period	15,504	4,404
Cash and cash equivalents at end of period	\$22,427	\$ 9,948
Supplemental disclosure of cash flow information:		
Income tax payments	\$10,257	\$ 9,993

The accompanying notes are an integral part of these financial statements.

Notes to Consolidated Financial Statements (Unaudited)

Note 1. Unaudited Financial Statements

The accompanying unaudited financial statements have been prepared in accordance with the instructions to Form 10-Q and do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. It is our opinion that all adjustments of a normal recurring nature necessary for a fair statement of the results of operations for the interim periods have been made.

The results of operations in the six month period ended December 31, 2000 are not necessarily indicative of the results that may be expected in the fiscal year ending June 30, 2001.

Note 2. Summary Significant Accounting Policies

Derivatives

In June 1998 the Financial Accounting Standards Board issued SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities", as amended by Statements 137 and 138. The Statement requires the Company to recognize all derivatives on the balance sheet at fair value. Derivatives that are not hedges must be adjusted to fair value through income. If the derivative is a hedge, depending on the nature of the hedge, changes in the fair value of derivatives are either offset against the change in fair value of assets, liabilities, or firm commitments through earnings or recognized in other comprehensive income until the hedged item is recognized in earnings. The ineffective portion of a derivative's change in fair value is immediately recognized in earnings. The adoption of Statement No. 133, as amended, on July 1, 2000, resulted in a cumulative effect of an accounting change of \$515,000 being recognized in the Statement of Net Income, net of taxes, and a corresponding credit in other comprehensive income.

The Company purchases various derivative instruments as investments or to create natural economic hedges of its interest rate risk and commodity price risk. At December 31, 2000 derivative instruments are not designated as accounting hedges as defined by Statement 133. The fair value of derivative instruments is based upon broker quotes.

Investments, consisting of marketable debt and equity securities and money market instruments, are held for trading purposes and are stated at fair value. Gains and losses, both realized and unrealized, are included in

other income and expense.

Note 3 Investments

On July 1, 2000 the Company transferred all of its investments classified as "available for sale" at June 30, 2000 into the "trading" category. Accordingly, the Company recognized the accumulated unrealized loss of \$3,894,000 in the consolidated statement of net income for the period ended September 30, 2000 as other income and a corresponding amount in other comprehensive income for the period ended September 30, 2000.

The following is a summary of trading investments at December 31, 2000.

(In thousands)	Fair Value
Corporate debt	\$ 58,263
U.S. Treasury obligations	60,978
U.S. Agency obligations	52,197
Preferred stock	44,127
Other fixed income	8,002
Futures, options and other and derivative investments	514
	\$224,081

Net unrealized holding gains on trading securities included in earnings is \$2,336,000 at December 31, 2000.

Note 4. Inventories

(In thousands)	Processed	Unprocessed	Total
December 31, 2000			
Coffee	\$ 3,912	\$ 9,282	\$13,194
Allied products	11,601	5,117	16,718
Coffee brewing equipment	2,101	3,946	6,047
	\$17,614	\$18,345	\$35,959
June 30, 2000			
Coffee	\$ 4,007	\$ 9,239	\$13,246
Allied products	11,922	5,210	17,132
Coffee brewing equipment	2,034	4,358	6,392
	\$17,963	\$18,807	\$36,770

Note 5. Employee Stock Ownership Plan

During the three month period ended December 31, 2000 the Company loaned the ESOP \$326,000 which the ESOP used to purchase additional shares, and the Company charged \$261,000 to compensation expense related to the ESOP. The difference between cost and fair market value of committed to be released shares is recorded as additional paid-in capital.

The ESOP shares as of December 31, 2000 are as follows:

Allocated shares	5,858
Committed to be released shares	-
Unallocated shares	82,917
Total ESOP shares	88,775

Note 6. Comprehensive Income

(In thousands)	For the three months ended December 31,		For the six months ended December 31,	
	2000	1999	2000	1999
Net income	\$11,807	\$ 8,316	\$19,408	\$16,404
Unrealized investment gains (losses), net	-	(1,010)	2,646	(1,392)
Total comprehensive income	\$11,807	\$ 7,306	\$22,054	\$15,012

Management's Discussion and Analysis of Financial Condition and Results of Operations

Net sales for the second quarter of fiscal 2001 increased 2.7% to \$57,795,000 as compared to \$56,303,000 in the same quarter of fiscal 2000 and 2.5% as compared to \$56,408,000 in the same quarter of fiscal 1999 primarily because of higher sales prices of roast coffee and increased sales of allied products. The cost of green coffee has declined in 1999 and 2000. As a result, gross profit increased 17% to \$38,631,000 as compared to \$32,903,000 in the same quarter of fiscal 2000 and increased 20% as compared to \$32,095,000 in the same quarter of fiscal 1999.

Operating expenses in the second quarter of fiscal 2001, consisting of

selling and general and administrative expenses, increased 6.3% to \$23,867,000 as compared to \$22,444,000 in the same quarter of fiscal 2000, and increased 9.7% as compared to \$21,750,000 in the same quarter of fiscal 1999. The increase is primarily attributed to compensation related expenses, higher gasoline and diesel costs and larger coffee brewing equipment costs.

On July 1, 2000 we adopted the Financial Accounting Standards Board (FASB) Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities", as amended by Statements 137 and 138. The statement requires the Company to recognize all derivatives on the balance sheet at fair value. Derivatives that are not designated as hedges must be adjusted to fair value through income. If the derivative is a hedge, depending on the nature of the hedge, changes in the fair value of derivatives are either offset against the change in fair value of assets, liabilities or firm commitments through earnings or recognized in other comprehensive income until the hedged item is recognized in earnings. The ineffective portion of a derivative's change in fair value will be immediately recognized in earnings. The adoption of Statement No. 133 and 138 on July 1, 2000 resulted in \$3,894,000 recognized in "Other expense," and \$515,000 recognized as the "Cumulative effect of accounting change", adjusted for income taxes. The after tax cumulative effect adjustment of \$310,000 represents approximately \$0.17 per share.

Income after taxes for the second quarter of fiscal 2001 reached \$11,807,000, or \$6.40 per share, as compared to \$8,316,000, or \$4.45 per share, in the second quarter of fiscal 2000 and \$7,905,000, or \$4.10 per share, in the same quarter of fiscal 1999.

Net income for the first half of fiscal 2001 before the cumulative effect of accounting change increased 20% to \$19,718,000, or \$10.69 per share, as compared to \$16,404,000 or \$8.77 per share in fiscal 2000 and increased 28% as compared to \$15,444,000 or \$8.02 per share in the same period of fiscal 1999.

Quarterly Summary of Results (In thousands of dollars)

	12/31/99	03/31/00	06/30/00	09/30/00	12/31/00
Net sales	56,303	56,354	52,963	52,015	57,795
Gross profit	32,903	38,230	37,816	32,303	38,631
Operating income	10,459	13,913	13,744	9,458	14,764
Net income	8,316	10,364	10,808	7,601	11,807

As a percentage of sales

	12/31/99	03/31/00	06/30/00	09/30/00	12/31/00
Net sales	100.00	100.00	100.00	100.00	100.00
Gross profit	58.44	67.84	71.40	62.10	66.84
Operating income	18.58	24.69	25.95	18.18	25.55
Net income	14.77	18.39	20.41	14.61	20.43

In dollars

	12/31/99	03/31/00	06/30/00	09/30/00	12/31/00
Net income per share	4.45	5.60	5.85	4.13	6.40

Market Risk Disclosures Financial Markets

Our portfolio of investment grade money market instruments includes bankers acceptances, discount commercial paper, medium term notes and federal agency and treasury securities. As of December 31, 2000, over 62% of these funds were invested in instruments with maturities shorter than one hundred eighty one days. The portfolio's interest rate risk is not hedged. Its average maturity is approximately 170 days and a 100 basis point move in the Fed Funds Rate is illustrated in the following table.

Interest Rate Changes (In thousands)

	Market Value of December 31, 2000 Fixed Income Investments	Change in Market Value of Fixed Income Investments
- 100 b.p.	\$201,234	2,012
unchanged	201,234	-
+100 b.p.	201,234	(2,012)

We are exposed to market value risk arising from changes in interest rates on our portfolio of preferred stock. We review the interest rate sensitivity of these securities and (a) enter into "short positions" in futures contracts on U.S. Treasury securities or (b) hold put options on such futures contracts in order to reduce the impact of certain interest rate changes on such preferred stock. Specifically, we attempt to manage the risk arising from changes in the general level of interest rates.

The following table demonstrates the impact of varying interest rate changes based on the preferred stock holdings, futures and options positions, and market yield and price relationships at December 31, 2000. This table is predicated on an instantaneous change in the general level of interest rates and assumes predictable relationships between the prices of preferred stock holdings, the yields on U.S. Treasury securities, and related futures and options.

Interest Rate Changes
(In thousands)

	Market Value of Preferred Stock	December 31, 2000 Futures & Options	Total Portfolio	Change in Market Value of Total Portfolio
- -200 basis points ("b.p.")	\$50,463.9	\$0.0	\$50,463.9	\$6,002.9
- -100 b.p.	47,684.4	.2	47,684.6	3,223.6
Unchanged	44,127.4	333.6	44,461.0	0.0
+100 b.p.	40,403.4	3,560.6	43,964.0	(497.0)
+200 b.p.	36,915.2	7,063.3	43,978.5	(482.5)

The number and type of future and option contracts entered into depends on, among other items, the specific maturity and issuer redemption provisions for each preferred stock held, the slope of the Treasury yield curve, the expected volatility of Treasury yields, and the costs of using futures and/or options. At December 31, 2000 and 1999 the derivatives consisted entirely of put options on a U.S. Treasury Bond futures contract.

Commodity Price Changes

We are exposed to commodity price risk arising from changes in the market price of green coffee. We price our inventory on the LIFO basis. In the normal course of business, we enter into commodity purchase agreements with suppliers and we purchase green coffee contracts.

The following table demonstrates the impact of changes in the price of green coffee on inventory and green coffee contracts at December 31, 2000. It assumes an immediate change in the price of green coffee, and the valuations of coffee index futures and put options and relevant commodity purchase agreements at December 31, 2000.

Commodity Risk Disclosure
(In thousands)

Coffee Cost Change	Coffee Inventory	Market Value of December 31, 2000 Futures & Options	Totals	Change in Market Value Derivatives	Inventory
- -10%	\$11,875	\$166	\$12,040	\$98	(\$1,319)
unchanged	13,194	68	13,262	-	-
+10%	14,513	(30)	14,483	(98)	1,319

At December 31, 2000 the derivatives consisted mainly of commodity futures with maturities shorter than three months.

PART II OTHER INFORMATION

Item 1. Legal proceedings.
not applicable.

Item 2. Changes in securities
none.

Item 3. Defaults upon senior securities.
none.

Item 4. Submission of matters to a vote of security holders.

The Annual Meeting of Shareholders of Farmer Bros. Co. was held on November 27, 2000. Holders of the Company's common stock were entitled to one vote per share of common stock held.

Six directors were elected at the meeting, each to serve for the coming year and until any successors are elected and qualify. The following persons were elected as directors: Roy F. Farmer, Roy E.

Farmer, Catherine E. Crowe, Lewis A. Coffman, Guenter W. Berger and John M. Anglin. There were 1,499,396 shares for election and 156,548 shares against election.

The proposed amendment to Article III, Section 2 of the Bylaws of the Company to provide for a variable number of directors of five to nine from the presently authorized six. By a vote of 1,557,320 shares for, 97,054 shares against and 1,570 shares abstaining the resolution was adopted.

The proposal to appoint Ernst & Young LLP as the independent accountants for the Company for the year ended June 30, 2001 was approved with 1,655,233 shares in favor of the resolution, 560 shares against and 151 shares abstaining.

Item 5. Other information none.

Item 6. Exhibits and reports on Form 8-K.

(a) Exhibits.

- | | | |
|------|--|--------------------------|
| (2) | Plan of acquisition, reorganization, arrangement, liquidation or succession. | not applicable. |
| (4) | Instruments defining the right of security holders, including indentures. | not applicable. |
| (11) | Statement re computation of per share earning. | not applicable. |
| (15) | Letter re unaudited interim financial information | not applicable. |
| (18) | Letter re change in accounting principles. | not applicable. |
| (19) | Report furnished to security holders. | not applicable. |
| (22) | Published report regarding matters submitted to vote of security holders. | not applicable. |
| (23) | Consents of experts and counsel. | not applicable. |
| (24) | Power of attorney. | not applicable. |
| (27) | Financial Data Schedule | See attached Form EX-27. |
| (99) | Additional exhibits. | not applicable. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: February 14, 2001

Farmer Bros. Co.
(Registrant)

/s/ John E. Simmons
John E. Simmons
Treasurer and
Chief Financial Officer

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