

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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>POPE MARIA M</u>  (Last) (First) (Middle) <u>C/O PORTLAND GENERAL ELECTRIC CO.</u> <u>121 SW SALMON ST</u>  (Street) <u>PORTLAND OR 97204</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>POPE RESOURCES LTD PARTNERSHIP</u> [ POPE ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/16/2016</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Limited Partnership Units	09/16/2016		P		400	A	\$65.44	21,913 <sup>(1)(2)</sup>	D	
Limited Partnership Units	09/22/2016		P		500	A	\$65.18	22,413 <sup>(1)(2)</sup>	D	
Limited Partnership Units	09/23/2016		P		200	A	\$65.5	22,613 <sup>(1)(2)</sup>	D	
Limited Partnership Units	09/16/2016		P		600	A	\$66.23	23,213 <sup>(1)(2)</sup>	D	
Limited Partnership Units								60,000	I	By a trust <sup>(3)</sup>
Limited Partnership Units								239,317	I	By a limited liability company <sup>(4)</sup>

**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	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Includes 1,125 units held jointly with reporting person's spouse for which reporting person disclaims beneficial ownership except to the extent of her pecuniary interest therein.
- Includes 620 units previously owned by reporting person's children and reported as beneficially owned by reporting person that are now owned directly by reporting person.
- Represents units held by a trust of which the reporting person is a trustee and shares voting and dispositive power. The reporting person disclaims beneficial ownership of securities held in such trust except to the extent of her pecuniary interest therein.
- Represents units owned by a limited liability company of which the reporting person is a managing member. The reporting person disclaims beneficial ownership of securities owned by such limited liability company except to the extent of her pecuniary interest therein.

**Remarks:**

Sean M. Tallarico, Power of Attorney for Maria M. Pope 10/06/2016

\*\* 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.