FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL												
OMB Number:	3235-028											

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).

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*						2. Issuer Name <b>and</b> Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Rose Jonathan P						POPE RESOURCES LTD PARTNERSHIP									STICCK	Direc	,	109	6 Owner		
					,   L <b>P</b>	[ POPE ]										Office	er (give title				
(Last) (First) (Middle)															X below) below)			ow)			
C/O ORM, INC.						3. Date of Earliest Transaction (Month/Day/Year)									Vice President, Real Estate						
· · · · · · · · · · · · · · · · · · ·					01/	01/06/2017															
19950 7TH AVE NE, SUITE 200					4.16																
-					4. 17	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)																X Form filed by One Reporting Person					
POULSB	60 W.	A 9	98370													Form filed by More than One Reporting					
					١.										Person						
(City)	(St	ate) (	Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
			- 1101			_													1		
1. Title of S	ecurity (Inst	r. 3)		2. Trans	action	ction 2A. Deemed Execution Date,			Transa	3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3,							ount of ities	6. Ownership Form: Direct	of Indirect		
(Month/					Day/Ye	ay/Year) if any (Month/Day/Year		Code ( )   8)	Code (Instr. 5)					Beneficially Owned Fol		cially d Following	(D) or Indired (I) (Instr. 4)	t Beneficial Ownership			
							(monany zay, roar)		′ <del>  °′′</del>			_	(A) or		Repor		ted	(,, (,	(Instr. 4)		
										۱۷	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)					
Limited Partnership Units 01/0					/06/2017				F		66(1)		D	D \$65		5.5 8,347		D			
Table II. Devivetive Convention Assuring Disposed of an Developin III. Over 3																					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of	2.	3. Transaction	3A. Deeme	ed l	4.		5. Nu	mber	6. Date Ex	xercis	able and	7. Ti	itle and		8. Pri	ice of	9. Number o	f 10.	11. Nature		
Derivative	Conversion	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)		Transactio Code (Insti		on of I		Expiration	Expiration Date			Amount of		Derivative Security		derivative	Ownership	ip of Indirect		
Security (Instr. 3)	or Exercise Price of								(Month/D	Month/Day/Year) Securiti Underly					Secu (Insti		Securities Beneficially	Form: Direct (D)			
	Derivative Security					•		Acquired (A) or		Derivat Securit				str 3			Owned Following	or Indired (I) (Instr.			
	Occurry							Disposed					4)	Ju. 0	´		Reported		"		
						of (D) (Instr. 3, 4										Transaction (Instr. 4)	(s)				
				L			and 5)														
													Am	ount							
													Nur	Number							
	Code					Date Exercisal	ate Exercisable Da		Title	of tle Shares											
		I																			

## **Explanation of Responses:**

1. The amount shown in Column 4 represents units transferred to the issuer pursuant to Rule 16.b.3. in respect to payment of withholding taxes as permitted by the plan administrator.

## Remarks:

Sean M. Tallarico, Power of Attorney for Jonathan P. Rose

01/10/2017

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.