Edgar Filing: LANDEC CORP \CA\ - Form 4

LANDEC C Form 4	ORP\CA\										
October 11,	2013										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMMISSION	OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							01/11/1155101	OMB Number:	3235-0287		
if no lon	aor	STATEMENT OF CHANGES IN BENEFICIAL OWNE							Expires:	January 31, 2005	
subject t Section Form 4 o Form 5	o SIAIEN 16. or			SECUI	RITIES			Estimated a burden hour response	verage		
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 170	(a) of the H	Public U		ding Co	mpar	ny Act of	e Act of 1934, 1935 or Section 0	I		
(Print or Type	Responses)										
1. Name and A BRISTOW	Person [*]	21 issuer raine una riener or riading					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(Last) (First) (Middle) 3. Date of Earliest Transaction						(Check all applicable)				
C/O LAND CORPORA AVENUE	VEN	10/09/2013 -					X_ Director10% Owner Officer (give titleOther (specify below) below)				
(Street)			Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
MENLO PA	ARK, CA 94025							Person		8	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution D any (Month/Day)			Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) ny/Year) (Instr. 8)				(D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	10/09/2013			S	1,100	D	\$ 11.7	12,419	D		
Common Stock	10/10/2013			S	3,171	D	\$ 11.7678 (1)	9,248	D		

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

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 control number.

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 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships **Reporting Owner Name / Address** 10% Owner Officer Other Director **BRISTOW DUKE K** C/O LANDEC CORPORATION Х 3603 HAVEN AVENUE MENLO PARK, CA 94025 Signatures /s/ Shelley A. Hilt as 10/11/2013 Attorney-in-Fact **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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from 11.76 to 11.80, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the 11.80, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the

Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.