

LISHMAN ROBERT W
Form 4
October 09, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
LISHMAN ROBERT W

(Last) (First) (Middle)

430 CAMBRIDGE AVENUE,
SUITE 100

(Street)

PALO ALTO, CA 94306

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
S&W Seed Co [SANW]

3. Date of Earliest Transaction
(Month/Day/Year)
10/04/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 or Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock, \$0.01 par value | 10/04/2012 | | S | 6,500 ⁽¹⁾ | D \$ 7.75 | 1,891,105 | I By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | | S | 100 ⁽¹⁾ | D \$ 7.76 | 1,891,005 | I By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | | S | 600 ⁽¹⁾ | D \$ 7.77 | 1,890,405 | I By Yellowjacket, LP |

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| | | | | | | | | |
|--------------------------------|------------|---|------------------|---|---------|-----------|---|---------------------|
| Common Stock, \$0.01 par value | 10/04/2012 | S | 400 <u>(1)</u> | D | \$ 7.78 | 1,890,005 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 100 <u>(1)</u> | D | \$ 7.79 | 1,889,905 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 100 <u>(1)</u> | D | \$ 7.8 | 1,889,805 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 500 <u>(1)</u> | D | \$ 7.81 | 1,889,305 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 125 <u>(1)</u> | D | \$ 7.82 | 1,889,180 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 100 <u>(1)</u> | D | \$ 7.84 | 1,889,080 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 763 <u>(1)</u> | D | \$ 7.87 | 1,888,317 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/04/2012 | S | 1,700 <u>(1)</u> | D | \$ 7.89 | 1,886,617 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 <u>(1)</u> | D | \$ 7.5 | 1,886,017 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 <u>(1)</u> | D | \$ 7.51 | 1,886,017 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 100 <u>(1)</u> | D | \$ 7.52 | 1,885,917 | I | By Yellowjacket, LP |
| | 10/05/2012 | S | 100 <u>(1)</u> | D | \$ 7.53 | 1,885,817 | I | |

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| | | | | | | | | |
|--------------------------------|------------|---|-----------------------------|---|----------|-----------|---|---------------------|
| Common Stock, \$0.01 par value | | | | | | | | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 ⁽¹⁾ | D | \$ 7.6 | 1,885,517 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 ⁽¹⁾ | D | \$ 7.61 | 1,885,217 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | <u>2,306</u> ⁽¹⁾ | D | \$ 7.65 | 1,882,911 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | <u>5,870</u> ⁽¹⁾ | D | \$ 7.75 | 1,877,041 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 100 ⁽¹⁾ | D | \$ 7.755 | 1,876,941 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 ⁽¹⁾ | D | \$ 7.76 | 1,876,641 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | <u>2,900</u> ⁽¹⁾ | D | \$ 7.77 | 1,873,741 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 200 ⁽¹⁾ | D | \$ 7.78 | 1,873,541 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 300 ⁽¹⁾ | D | \$ 7.8 | 1,873,241 | I | By Yellowjacket, LP |
| Common Stock, \$0.01 par value | 10/05/2012 | S | 200 ⁽¹⁾ | D | \$ 7.82 | 1,873,041 | I | By Yellowjacket, LP |
| | | | | | | 322 | D | |

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to the extent of his pecuniary interest, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

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