FORM 4

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(Print or Type Responses)

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 OMB APPROVAL

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1. Name and Address of Reporting Person * Greene, Larry (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol	4. Statement for Month/Day/Year	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Officer (give title below) 10% Owner Other (specify below)
	Landec Corporation LNDC	April 9, 2003	V.P. Manufacturing
c/o Landec Corporation (Street) Menlo Park, CA 94025	3. I.R.S. Identification Number of Reporting Person, if an entity	5. If Amendment, Date of	7. Individual or Joint/Group Filing (Check Applicable Line) <u>X</u> Form filed by One Reporting Person
(City) (State) (Zip)	(voluntary)	Original (Month/Day/Year)	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/	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction (Instr. 8) Code	Code	4. Securities Act (Instr. 3, 4 and 5 Amount	quired (A) or Disp) (A) or (D)	posed of (D)	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)
Common Stock	4/9/03		G(1)		6,000	D	\$2.90	780	D	
Common Stock	4/9/03		G(1)		6,000	A	\$2.90	15,000		By Daughter
							L			
							L			

	Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
2. Conversion		3A. Deemed	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 Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Derivative	11. Nature	
1. Title of Derivative Security (Instr. 3)	or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	Execution Date, if any (Month/Day/ Year)	Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	Following Reported Transaction(s) (Instr. 4)	Securities: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:	
(1) Gift of shares to daughter.	

/s/ Larry Greene ** Signature of Reporting Person 4/10/03 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.

http://www.sec.gov/divisions/corpfin/forms/form4.htm Last update: 09/05/2002