SECURITIES AND EXCHANGE COMMISSION Washington, D. C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)

LANDEC CORPORATION

(Name of Issuer)

Common Stock, \$.001 Par Value Per Share

(Title and Class of Securities)

514766104

(CUSIP Number)

December 31, 2011

(Date of Event which Requires Filing of this Statement)

Check the ap	propriate box to	designate the	rule pursuant to	which this	schedule is filed:
	Rule 13d-1(b)				

x Rule 13d-1(c)

□ Rule 13d-1(d)

Page 2 of 13 Pages

1	NAMES OF DEPOPTING	PERCONC		
1	1 NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			
	J.J. OK I.K.J. IDEIVIII IGATION NOJ. OF ADOVE LEKOON			
	WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.			
2	CHECK THE APPROPRI	ATE BOX IF A M	MEMBER OF A GROUP	
	(a) 🗆			
3	(b) x Reporting Person is a SEC USE ONLY	affiliated with oth	er persons	
3	SEC USE OINLY			
4	CITIZENSHIP OR PLAC	E OF ORGANIZ	ATION	
	Delaware			
	Delaware			
		5	SOLE VOTING POWER	
			758,751 Shares	
			/56,/51 Shares	
NUME	NUMBER OF		SHARED VOTING POWER	
	ARES			
	ICIALLY		0	
	ED BY CH	7	SOLE DISPOSITIVE POWER	
	RTING	,	SOLE DISTOSITIVE TOWER	
	PERSON		758,751 Shares	
W.	WITH		CHARED DICDOCITIVE DOWED	
			SHARED DISPOSITIVE POWER	
			0	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	758,751 Shares			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
	£			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	2.9%			
12	TYPE OF REPORTING PERSON			
	PN			

CUSIP No. 5	14766104
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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			
	WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I			
	WYNNEFIELD PARTNERS	SMALL CAP	VALUE, L.P. I	
2	CHECK THE APPROPRIATI (a) □	E BOX IF A I	MEMBER OF A GROUP	
	(b) x Reporting Person is affili	iated with oth	er persons	
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE O	F ORGANIZ	ATION	
	Delaware			
		5	SOLE VOTING POWER	
			1,100,195 Shares	
NUMB	SER OF	6	SHARED VOTING POWER	
SHA	RES			
OWNI	ICIALLY ED BY		0	
EA REPOI		7	SOLE DISPOSITIVE POWER	
PER	SON		1,100,195 Shares	
W	TH	8	SHARED DISPOSITIVE POWER	
		o .		
			0	
9	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,100,195 Shares			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
	£			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.2%			
12	TYPE OF REPORTING PERSON			
	PN			

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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS				
	WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.				
2	CHECK THE APPROPRIATE (a) □	E BOX IF A I	MEMBER OF A GROUP		
	(b) x Reporting Person is affil	iated with oth	ner persons		
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE O	F ORGANIZ	ATION		
	Cayman Islands				
		5	SOLE VOTING POWER		
			588,318 Shares		
	BER OF ARES	6	SHARED VOTING POWER		
BENEF	ICIALLY		0		
	ED BY .CH	7	SOLE DISPOSITIVE POWER		
REPO:	RTING				
	SON ITH		588,318 Shares		
		8	SHARED DISPOSITIVE POWER		
			0		
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			Y OWNED BY EACH REPORTING PERSON		
	588,318 Shares				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10					
	£				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	2.3%				
12	TYPE OF REPORTING PERSON				
	CO				

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	NAMES OF PEROPER	IC DEDCOMO		
1	NAMES OF REPORTING		NE A DOVE DEDCONC	
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			
	WYNNEFIELD CAPITAL, INC. PROFIT SHARING PLAN			
2	CHECK THE VDDD UD	DIATE DOVIE A I	MEMBER OF A GROUP	
2	(a) □	KIAIE BOX IF A	WEWIDER OF A GROUP	
	(b) x Reporting Person i	s affiliated with oth	ner persons	
3	SEC USE ONLY		1	
	CIETAENGIAN OD DI	CE OF ORGANIZ	MATINON	
4	CITIZENSHIP OR PLA	CE OF ORGANIZ	ATION	
	Delaware			
	Belaware			
		5	SOLE VOTING POWER	
			117,260 Shares	
NIIME	BER OF	6	SHARED VOTING POWER	
	ARES	0	SHARED VOTING FOWER	
	ICIALLY		0	
OWN	ED BY			
	EACH		SOLE DISPOSITIVE POWER	
REPORTING			117,260 Shares	
	PERSON WITH		117,200 Slidies	
	***************************************		SHARED DISPOSITIVE POWER	
			0	
	ACCDECATE AMOUN	T DENIEPICIALL	Y OWNED BY EACH DEDODTING DEDCOM	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	117,260 Shares			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
	£			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	0.5%			
12	TYPE OF REPORTING	7 PERSON		
	EP			

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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			
	5.5. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			
	WYNNEFIELD CAPITAL MANAGEMENT, LLC			
2		RIATE BOX IF A	MEMBER OF A GROUP	
	(a) □(b) x Reporting Person in	s affiliated with oth	ner nersons	
3	SEC USE ONLY	o umacea with our	er persons	
4	CITIZENSHIP OR PLA	CE OF ORGANIZ	ATION	
	New York			
	INEW TOIK			
		5	SOLE VOTING POWER	
			1,858,946 Shares (1)	
	BER OF ARES	6	SHARED VOTING POWER	
	ICIALLY		0	
	ED BY	_		
	CH RTING	7	SOLE DISPOSITIVE POWER	
PER	SON		1,858,946 Shares (1)	
W	ITH	8	SHARED DISPOSITIVE POWER	
		O	SHARED DISPOSITIVE POWER	
			0	
9 AGGREGATE AMOUNT BENEFICIALLY			Y OWNED BY EACH REPORTING PERSON	
	1,858,946 Shares (1)			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
	£			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	7.2% (1)			
	7.270(1)			
12	TYPE OF REPORTING PERSON			
	00			

⁽¹⁾ Wynnefield Capital Management, LLC holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P. and Wynnefield Partners Small Cap Value, L.P. I.

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1	NAMES OF REPORTING		DE ABOVE PERSONS		
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS				
	WYNNEFIELD CAPITAL, INC.				
2		RIATE BOX IF A	MEMBER OF A GROUP		
	(a) □ (b) x Reporting Person i	s affiliated with oth	ner persons		
3	SEC USE ONLY				
4	CITIZENSHIP OR PLA	CE OF ORGANIZ	ATION		
	Cayman Islands				
		5	SOLE VOTING POWER		
			588,318 Shares (1)		
	BER OF	6	SHARED VOTING POWER		
	ARES ICIALLY		0		
	ED BY				
	.CH RTING	7	SOLE DISPOSITIVE POWER		
	SON		588,318 Shares (1)		
W	ITH				
		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGATE AMOUN	T BENEFICIALL	Y OWNED BY EACH REPORTING PERSON		
	588,318 Shares (1)				
10	CHECK BOX IF THE A	AGGREGATE AMO	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	£				
11	PERCENT OF CLASS	REPRESENTED B	SY AMOUNT IN ROW (9)		
	2.3% (1)				
12	TYPE OF REPORTING	PERSON			
12					
	CO				

⁽¹⁾ Wynnefield Capital, Inc. holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd.

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1	NAMES OF REPORTII				
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS				
	NELSON OBUS				
2		RIATE BOX IF A	MEMBER OF A GROUP		
	(a) □				
	(b) x Reporting Person i	s affiliated with oth	ner persons		
3	SEC USE ONLY				
4	CITIZENSHIP OR PLA	CE OF ORGANIZ	ATION		
	Delaware				
		5	SOLE VOTING POWER		
			2,564,524 Shares (1)		
NUME	BER OF	6	SHARED VOTING POWER		
SHA	ARES				
BENEF	ICIALLY		0		
OWN	ED BY				
EA	СH	7	SOLE DISPOSITIVE POWER		
REPO	RTING				
PER	SON		2,564,524 Shares (1)		
W	ITH				
		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGATE AMOUN	NT BENEFICIALL	Y OWNED BY EACH REPORTING PERSON		
	2,564,524 Shares (1)				
10	CHECK BOX IF THE A	AGGREGATE AM	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
			` '		
	£				
11	PERCENT OF CLASS	REPRESENTED B	Y AMOUNT IN ROW (9)		
	9.9% (1)				
12	TYPE OF REPORTING PERSON IN				
12	TITE OF REFORMING FEROUS. IN				

(1) Mr. Obus may be deemed to hold an indirect beneficial interest in these shares, which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P., Wynnefield Partners Small Cap Value, L.P. I, Wynnefield Small Cap Value Offshore Fund, and Wynnefield Capital, Inc. Profit Sharing Plan because he is a co-managing member of Wynnefield Capital Management, LLC, a principal executive officer of Wynnefield Capital, Inc. (the investment manager of Wynnefield Small Cap Value Offshore Fund), LP and the portfolio manager of Wynnefield Capital, Inc. Profit Sharing Plan. The filing of this Statement and any future amendment by Mr. Obus, and the inclusion of information herein and therein with respect to Mr. Obus, shall not be considered an admission that he, for the purpose of Section 16(b) of the Exchange Act, is the beneficial owner of any shares in which he does not have a pecuniary interest. Mr. Obus disclaims any beneficial ownership of the shares of Common Stock covered by this Statement.

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1	NAMES OF REPORTII					
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS					
	JOSHUA LANDES					
2	CHECK THE APPROP	RIATE BOX IF A	MEMBER OF A GROUP			
	(a) 🗆					
	(b) x Reporting Person i	s affiliated with oth	ner persons			
3	SEC USE ONLY					
4	CITIZENSHIP OR PLA	CE OF ORGANIZ	ATION			
	Delaware					
		5	SOLE VOTING POWER			
			2,447,264 Shares (1)			
NUME	BER OF	6	SHARED VOTING POWER			
_	ARES		SIMILED VOINGTOWER			
BENEF	BENEFICIALLY		0			
	OWNED BY					
	ACH DELVIC	7	SOLE DISPOSITIVE POWER			
	RTING SON		2,447,264 Shares (1)			
	ITH		2,447,204 Stidles (1)			
		8	SHARED DISPOSITIVE POWER			
			0			
9	ACCDECATE AMOUN	T DENEETCIALL	Y OWNED BY EACH REPORTING PERSON			
9	AGGREGALE AMOUL	INI DENEFICIALLI OWNED DI EACH REPORTING PERSON				
	2,447,264 Shares (1)					
	CHECK BOX IS TO					
10	10 CHECK BOX IF THE A		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
	£					
11	PERCENT OF CLASS	REPRESENTED E	Y AMOUNT IN ROW (9)			
	9.4% (1)					
	9.4% (1)					
12	TYPE OF REPORTING PERSON IN					

(1) Mr. Landes may be deemed to hold an indirect beneficial interest in these shares, which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P., Wynnefield Partners Small Cap Value, L.P. I and Wynnefield Small Cap Value Offshore Fund because he is a co-managing member of Wynnefield Capital Management, LLC and a principal executive officer of Wynnefield Capital, Inc. The filing of this Statement and any future amendment by Mr. Landes, and the inclusion of information herein and therein with respect to Mr. Landes, shall not be considered an admission that he, for the purpose of Section 16(b) of the Exchange Act, is the beneficial owner of any shares in which he does not have a pecuniary interest. Mr. Landes disclaims any beneficial ownership of the shares of Common Stock covered by this Statement.

Fund and WCI are Cayman Islands companies.

WCM is a New York limited liability company.

Mr. Obus and Mr. Landes are United States citizens.

The Plan is a Delaware corporation.

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Item 2(d). Title of Class of Securities:

Common Stock, \$0.001 Par Value Per Share.

Item 2(e). CUSIP Number:

514766104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a)	£	Broker or De	aler registered	under Sec	ction 15 of the Act.
lai		DIOVEL OF DE	מוכו וכצוטוכוכט	unuer sei	THOU IN OI HIE TICK

- (b) \mathcal{E} Bank as defined in Section 3(a)(6) of the Act.
- (c) \mathcal{E} Insurance Company as defined in Section 3(a)(19) of the Act.
- (d) £ Investment Company registered under Section 8 of the Investment Company Act.
- (e) £ Investment Adviser registered in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) £ Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) £ Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) $\mathfrak E$ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) £ A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940.
- (j) £ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this Statement is filed pursuant to Rule 13d-1(c), check this box $\, x. \,$

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Item 4. Ownership.

- (a) Amount beneficially owned: 2,564,524 Shares
- (b) Percent of Class: 9.9% of Common Stock
- (c) Number of Shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 2,564,524 Shares
 - (ii) Shared power to vote or to direct the vote: 0 Shares
 - (iii) Sole power to dispose or to direct the disposition of: 2,564,524 Shares
 - (iv) Shared Power to dispose or to direct the disposition of: 0 Shares

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. \Box .

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

See Item 2(a)-(c).

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certifications.

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

Date:	February	14.	2012
Dute.	I Corumy	т-т,	2012

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V١	/ YINNEFIELI	J	PARINERS	SMALL	CAP	VALUE.	L.P.

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Nelson Obus

Nelson Obus, Managing Member

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Nelson Obus

Nelson Obus, Managing Member

WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.

By: Wynnefield Capital, Inc.

By: /s/ Nelson Obus
Nelson Obus, President

WYNNEFIELD CAPITAL, INC. PROFIT SHARING PLAN

By: <u>/s/ Nelson Ob</u>us

Nelson Obus, Portfolio Manager

WYNNEFIELD CAPITAL MANAGEMENT, LLC

By: ____/s/ Nelson Obus

Nelson Obus, Co-Managing Member

WYNNEFIELD CAPITAL, INC.

By: ____/s/ Nelson Obus

Nelson Obus, President

/s/ Nelson Obus

Nelson Obus, Individually

/s/ Joshua Landes

Joshua Landes, Individually