SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol <u>LANDEC CORP \CA</u> [LNDC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>CRAMER KIRBY L</u>									-					X Directo	or		10% Ov	vner			
					2 Data									Officer	(give title		Other (s	specify			
(Last)		(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 10/16/2003									below)			below)				
C/O LA	NDEC CC	RPORATION			10/10/2005																
					4 If Am									C. Individual or Jaint/Craun Filing (Chaoly Aradiashis							
					4. II Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)	DIDI													, K Form f	iled by One	e Repo	rting Perso	n 🛛			
MENLO	PARK	CA	94025											Form f	Form filed by More than One Reporting						
,														Persor			ene nope				
(City)		(State)	(Zip)																		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of	Security (In	str. 3)		2. Trans				3. 4.			ties A	Acquired	(A) or	5. Amou				7. Nature			
Date (Month/D					Execution Date, Day/Year) if any			Transaction Disposed Of (D) (Insti Code (Instr. 5)			D) (Instr.	3, 4 and					of Indirect Beneficial				
					(Month/Day/Year)			8)						Owned Following		(l) (Ins	str. 4)	Ownership			
						6	Code		Amount	(A) or		Price	Transact	 Reported Transaction(s) 			(Instr. 4)				
								ue	<u> </u>	Amount	(D) Pr		1 1100	(Instr. 3 and 4)							
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
(e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of Derivative	2. Conversio	3. Transaction Date	3A. Deeme Execution		I. Transaction				6. Date Exercisable and Expiration Date 7. Title and Ar of Securities					8. Price of Derivative	9. Number of derivative		10. Ownership	11. Nature of Indirect			
Derivative	Conversion				Transaction	of	Expiration Date of Securities					;	Derivative	derivative		Ownership	of Indirec				

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Stock Option (right to buy)	\$4.67	10/16/2003		A		10,000		10/16/2003	10/16/2013	Common Stock	10,000	\$4.67	116,520	D		

Explanation of Responses:

<u>/s/ Sonia Powell Sexton by</u> power of attorney

10/20/2003

Date

** Signature of Reporting Person

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.

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.