Hemmeter Molly Form 3 June 23, 2009

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

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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 *

(Last)

Hemmeter Molly

(First)

(Middle)

Statement

(Month/Day/Year)

06/22/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

LANDEC CORP \CA\ [LNDC]

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

739 MILLER AVENUE

(Street)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

(give title below) (specify below) Form filed by More than One **VP** Business Development Reporting Person

10% Owner

Other

MILL VALLEY, CAÂ 94941

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

2. Amount of Securities

Beneficially Owned (Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Title

Derivative Security

Price of

Security: Direct (D) or Indirect

(I) (Instr. 5)

Expiration Exercisable Date

Amount or Number of Shares

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Stock Option (Right to Buy)	06/22/2011	06/22/2016	Common Stock	37,500	\$ 6.47	D	Â
Restricted Stock Unit (RSU)	06/22/2012	(1)	Common Stock	12,500	\$ <u>(2)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
Topozonia o Hina Human / Humanoss	Director	10% Owner	Officer	Other		
Hemmeter Molly 739 MILLER AVENUE MILL VALLEY Â CAÂ 94941	Â	Â	VP Business Development	Â		

Signatures

/s/ Stacia Leigh
Skinner

**Signature of Reporting Person

O6/23/2009

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Restricted Stock Units will vest on the 3rd anniversary of the grant date and will be automatically settled in shares of common stock subject to vesting at a rate of 1 share per unit.
- (2) The restricted stock units convert into common stock of Landec Corporation on a 1 for 1 basis

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.

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