

KLEIN BRUCE A
Form 4
May 03, 2010

FORM 4

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

OMB APPROVAL

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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 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 *
KLEIN BRUCE A

2. Issuer Name and Ticker or Trading Symbol
CLARCOR INC [CLC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
840 CRESCENT CENTRE DRIVE,
SUITE 600

3. Date of Earliest Transaction
(Month/Day/Year)
04/30/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

VP-Strategic Initiatives

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

FRANKLIN, TN 37067

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock Par Value \$1.00	04/30/2010		M		7,554	A	\$ 28.96
Common Stock Par Value \$1.00	04/30/2010		F		6,350	D	\$ 38.66
Common Stock Par Value \$1.00	04/30/2010		M		6,662	A	\$ 28.96

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Common Stock Par Value \$1.00	04/30/2010	F	5,600	D	\$ 38.66	214,398	D
Common Stock Par Value \$1.00	04/30/2010	M	7,908	A	\$ 28.96	222,306	D
Common Stock Par Value \$1.00	04/30/2010	F	6,648	D	\$ 38.66	215,658	D
Common Stock Par Value \$1.00	04/30/2010	M	9,513	A	\$ 28.96	225,171	D
Common Stock Par Value \$1.00	04/30/2010	F	7,997	D	\$ 38.66	217,174	D

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

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

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 Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock Par Value \$1.00	\$ 28.96	04/30/2010		M	7,554	06/21/2005 12/16/2010	Common Stock	7,554
	\$ 28.96	04/30/2010		M	6,662	06/21/2005 12/15/2011		6,662

Common Stock Par Value \$1.00								Common Stock	
Common Stock Par Value \$1.00	\$ 28.96	04/30/2010	M	7,908	06/21/2005	12/14/2012		Common Stock	7,908
Common Stock Par Value \$1.00	\$ 28.96	04/30/2010	M	9,513	06/21/2005	12/13/2013		Common Stock	9,513

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLEIN BRUCE A 840 CRESCENT CENTRE DRIVE, SUITE 600 FRANKLIN, TN 37067			VP-Strategic Initiatives	

Signatures

Abigail Olson, By Power of Attorney
05/03/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* 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.

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