

Seneca Foods Corp
Form 5
June 04, 2015

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
WOLCOTT ARTHUR S

(Last) (First) (Middle)

3736 SOUTH MAIN STREET

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
Seneca Foods Corp [SENEA]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
03/31/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)
Chairman

6. Individual or Joint/Group Reporting

(check applicable line)

MARION, NY 14505

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

(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)	(A) or (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Seneca Foods Class A Common	Â	Â	Â	Â	Â	Â	20,000	I	By Spouse (1)
Seneca Foods Class B Common	Â	Â	Â	Â	Â	Â	8,551	D	Â
Seneca	Â	Â	Â	Â	Â	Â	8,584	I	By Spouse

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Foods Class B Common									(1)
Seneca Foods 6% Preferred	Â	Â	Â	Â	Â	Â	32,844	D	Â
Seneca Foods Class A Series A Preferred	01/27/2015	Â	G5	17,020 (3)	D	\$ (4)	0	D	Â
Seneca Foods Class A Series A Preferred	01/27/2015	Â	G5	51,820 (5)	D	\$ (4)	0	I	By Spouse (1)
Seneca Foods Class A Series B Preferred	01/26/2015	Â	G5	4,400 (2)	D	\$ (4)	45,700	D	Â
Seneca Foods Class A Series B Preferred	01/26/2015	Â	G5	4,400 (6)	D	\$ (4)	45,700	I	By Spouse (1)

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

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(9-02)

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. Price of Derivative Security (Instr. 5)	9. Amount of Derivative Security (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOLCOTT ARTHUR S 3736 SOUTH MAIN STREET MARION, NY 14505	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/> Chairman	<input type="checkbox"/>

Signatures

Jeffrey Van Riper, As Attorney
in Fact 06/04/2015

__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).
- (1) The Reporting Person disclaims beneficial ownership of these securities, and the report shall not be deemed an admission that the Reporting Person is a beneficial owner of these securities for purposes of Section 16 or any other purpose.
- (2) The Reporting Person disposed of 4,400 shares of Class A Series B Preferred Stock in various gift transactions to members of his family on January 26, 2015.
- (3) The Reporting Person disposed of 17,020 shares of Class A Series A Preferred Stock in various gift transactions to members of his family on January 27, 2015.
- (4) No price since this is a gift.
- (5) The Reporting Person's spouse disposed of 51,820 shares of Class A Series A Preferred Stock in various gift transactions to members of her family on January 27, 2015.
- (6) The Reporting Person's spouse disposed of 4,400 shares of Class A Series B Preferred Stock in various gift transactions to members of her family on January 26, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.