

Palmby Paul Laurence  
 Form 4  
 December 06, 2012

**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 \*  
 Palmby Paul Laurence

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 3736 SOUTH MAIN STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/11/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP Chief Operating Officer

MARION, NY 14505  
 (City) (State) (Zip)

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

**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 Indirect Beneficial Ownership (Instr. 4)
Seneca Foods Class A Common					12,512 <sup>(3)</sup>	D	
Seneca Foods Class A Common	12/04/2012	12/05/2012	I	1,652.5 D	\$ 30.92 841.95 <sup>(1)</sup>	I	401-K
Seneca Foods Class B Common	12/04/2012	12/05/2012	I	316.9 D	\$ 30.6 173.5 <sup>(1)</sup>	I	401-K



## Edgar Filing: Palmby Paul Laurence - Form 4

- Award of restricted stock pursuant to the Company's 2007 Equity Incentive Plan, which was approved by the shareholders of the
- (3) Company on August 10, 2007. No price was paid by the Reporting Person in connection with this award of shares of restricted stock which vests 25% per year over the next four years.

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.