ROSA BRUCE L Form 4

FORM 4

May 30, 2013

#### **OMB APPROVAL**

OMB

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Number: January 31, Expires: 2005

3235-0287

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per 0.5 response...

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ROSA BRUCE L	2. Issuer Name and Ticker or Trading Symbol LANCASTER COLONY CORP [LANC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First) (Middle)  T. MARZETTI COMPANY, P. O. BOX 29163	3. Date of Earliest Transaction (Month/Day/Year) 05/29/2013	Director 10% Owner Selow) Other (specify below) Vice President		
(Street)  COLUMBUS, OH 43229	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivativo	e Secu	rities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Secur on(A) or D (Instr. 3.	Oispose, 4 and  (A) or	ed of (D)	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)
Common Stock							50,840	I	By Trust
Common Stock							11,242.785 (1)	I	By ESOP
Common Stock							849.7592 (2)	I	By 401(k) Plan
Common Stock	02/26/2013	05/28/2013	M	1,409	A	\$ 0 (3)	8,780	D	
Common Stock	05/28/2013	05/28/2013	F	457	D	\$ 84.228	8,323	D	

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Common Stock	05/28/2013	05/28/2013	M	1,570	A	<u>(4)</u>	9,893	D
Common Stock	05/28/2013	05/28/2013	F	509	D	\$ 84.228	9,384	D
Common Stock	05/28/2013	05/28/2013	M	1,019	A	<u>(5)</u>	10,403	D
Common Stock	05/28/2013	05/28/2013	F	330	D	\$ 84.228	10,073	D

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)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 58.79	02/24/2010		A	4,668		02/24/2011	02/24/2015	Common Stock
Stock Appreciation Right	\$ 57.78	02/22/2011		A	10,000		02/22/2012	02/22/2016	Common Stock
Stock Appreciation Right	\$ 68.12	02/21/2012		A	16,000		02/21/2013	02/21/2017	Common Stock
Stock Appreciation Right	\$ 72.67	02/26/2013		A	17,000		02/26/2014	02/26/2018	Common Stock
Stock Appreciation Right	\$ 58.79	05/28/2013	05/28/2013	M		4,668	02/25/2013	02/24/2015	Common Stock
Stock Appreciation Right	\$ 57.78	05/28/2013	05/28/2013	M		5,000	02/22/2013	02/22/2016	Common Stock

Stock

Appreciation \$68.12 05/28/2013 05/28/2013 M 5,333 02/21/2013 02/21/2017 Common Stock

Right

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROSA BRUCE L

T. MARZETTI COMPANY P. O. BOX 29163

Vice President

COLUMBUS, OH 43229

**Signatures** 

Patricia A. Schnieder, POA for Bruce L. Rosa 05/30/2013

\*\*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) Reflects ESOP allocations that had occurred as of 6/30/12.
- (2) Shares contributed by Lancaster Colony Corporation as a matching contribution under Lancaster Colony Corporation's 401(k) Plan as of 6/30/12.
- (3) Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$84.228 and base price of \$58.79
- (4) Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$84.228 and base price of \$57.78
- (5) Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$84.228 and base price of \$68.12

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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