

TAFT DAVID D
Form 4
April 12, 2007

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 *
TAFT DAVID D

(Last) (First) (Middle)

C/O LANDEC CORPORATION, 3603 HAVEN AVENUE

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LANDEC CORP \CA\ [LNDC]

3. Date of Earliest Transaction (Month/Day/Year)
04/12/2007

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)
Chief Operating Officer

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)			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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/12/2007		M			10,000	A	\$ 6.13	113,526	I	By Trust
Common Stock	04/12/2007		M			5,944	A	\$ 4.938	119,470	I	By Trust
Common Stock	04/12/2007		M			1,556	A	\$ 6.09	121,026	I	By Trust
Common Stock	04/12/2007		M			12,500	A	\$ 6.45	133,526	I	By Trust
Common Stock	04/12/2007		S			10,000 (1)	D	\$ 13.0401	123,526	I	By Trust

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Common Stock	04/12/2007	S	<u>5,944</u> (1)	D	\$ 13.0182	117,582	I	By Trust
Common Stock	04/12/2007	S	<u>1,556</u> (1)	D	\$ 13.0461	116,026	I	By Trust
Common Stock	04/12/2007	S	<u>12,500</u> (1)	D	\$ 13.0103	103,526	I	By Trust

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 6.13	04/12/2007		M	10,000	06/19/2005 05/19/2015	Common Stock 10,000
Stock Option (Right to Buy)	\$ 4.938	04/12/2007		M	5,944	03/11/1999 02/11/2009	Common Stock 5,944
Stock Option (Right to Buy)	\$ 6.09	04/12/2007		M	1,556	08/29/2005 07/29/2015	Common Stock 1,556
Common Stock (Right to Buy)	\$ 6.45	04/12/2007		M	12,500	01/04/2004 12/04/2013	Common Stock 12,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

TAFT DAVID D
C/O LANDEC CORPORATION
3603 HAVEN AVENUE
MENLO PARK, CA 94025

Chief Operating Officer

Signatures

/s/ Stacia Leigh Skinner by Power of
Attorney

04/12/2007

__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) All shares reported sold on this form 4 were sold pursuant to a 10b5-1 trading program.

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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