

CAL-MAINE FOODS INC  
 Form 4  
 April 01, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**BAKER ADOLPHUS B**

(Last) (First) (Middle)  
 P.O. BOX 2960  
 (Street)

JACKSON, MS 39207

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CAL-MAINE FOODS INC [CALM]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/31/2016**

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, President & CEO**

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 |   | 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) |   |
|---------------------------------|--------------------------------------|--|---------------------|---|---|------------|---|--|---|---|
|                                 |                                      |  | Code                | V | Amount  | (A) or (D) |   |  |   | Price                                   |
| Common Stock                    | 03/31/2016                           |  | S                   |   | 12,000  | D          | \$ 50.74<br><u>(1)</u>  | 233,320  | I   | By wife <u>(2)</u>                      |
| Common Stock                    |                                      |  |                     |   |   |            |   | 346,549  | D   |   |
| Common Stock                    |                                      |  |                     |   |   |            |   | 145,694.9153   | I   | By KSOP <u>(3)</u>                      |
| Common Stock                    |                                      |  |                     |   |   |            |   | 4,770.3121   | I   | By wife's KSOP <u>(2)</u><br><u>(3)</u> |
|                                 |                                      |  |                     |   |   |            |   | 1,211,556  | D   |   |

Class A  
Common  
Stock

Class A  
Common  
Stock

2,354

I

By wife  
(2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| BAKER ADOLPHUS B<br>P.O. BOX 2960<br>JACKSON, MS 39207 | X             | X         | Chairman, President & CEO |       |

## Signatures

Kelly C. Simoneaux, on behalf of Adolphus B. Baker, pursuant to a power of attorney

04/01/2016

\*\*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).

## Edgar Filing: CAL-MAINE FOODS INC - Form 4

This transaction was executed in multiple trades at prices ranging from \$50.55 to \$50.885. The price reported above reflects the weighted average sale price. Upon request from the SEC staff, the issuer, or a security holder of the issuer, the Reporting Person hereby undertakes to provide the requesting party with full information regarding the number of shares and prices at which the transaction was effected.

The reporting person disclaims beneficial ownership of all securities held by his wife, Dinnette Adams Baker, directly or indirectly, and this report should not be deemed an admission that the reporting person is the beneficial owner for the purposes of Section 16 or any other purpose.

(3) Represents current allocation under KSOP.

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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