Seneca Foods Corp Form 5 May 05, 2011

Class A Common

Seneca

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**OMB APPROVAL** 

## FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **WOLCOTT ARTHUR S** Symbol Seneca Foods Corp [SENEA] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) \_X\_ Director \_X\_\_ 10% Owner \_X\_\_ Officer (give title Other (specify 08/31/2010 below) below) 3736 SOUTH MAIN STREET Chairman (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) MARION. NYÂ 14505 \_X\_ 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 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Transaction (A) or Disposed of Securities Form: Direct Indirect Execution Date, if (Instr. 3) Code (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) Fiscal Year (A) (Instr. 3 and or 4) (D) Price Amount Seneca **Foods** \$0 08/31/2010 Â G 10,000 D 20,000 Ι By Spouse (1) Class A Common Seneca **Foods** Â Â Â Â Â Â 0 D

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Foods Class B Common									
Seneca Foods Class B Common	Â	Â	Â	Â	Â	Â	8,584	I	By Spouse
Seneca Foods 6% Preferred	Â	Â	Â	Â	Â	Â	32,844	D	Â
Seneca Foods Class A Series A Preferred	Â	Â	Â	Â	Â	Â	212,840	D	Â
Seneca Foods Class A Series B Preferred	Â	Â	Â	Â	Â	Â	212,200	D	Â
Reminder: Report on a separate line for each class of		Persons w	SEC 2270						

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	8. Price of Derivative
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	of Derivative	(Month/Day/	Year)	Under Securi	, ,	Security (Instr. 5)
(msu: 5)	Derivative		(Wollan Buy, Tear)	(111341.0)	Securities				3 and 4)	(111501.5)
	Security				Acquired					
					(A) or Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	TP:41	or	
						Exercisable Dat	Date	Title	Number of	
					(A) (D)				Shares	

## **Reporting Owners**

securities beneficially owned directly or indirectly.

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Reporting Owners 2

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WOLCOTT ARTHUR S 3736 SOUTH MAIN STREET Â X Â X Â Chairman Â MARION, NYÂ 14505

## **Signatures**

Jeffrey Van Riper, As Attorney in Fact

05/05/2011

\*\*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) No price since this is a gift.

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.

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