CAL-MAINE FOODS INC

Form 5 June 17, 2015

FORM 5 **OMB APPROVAL**

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

Number: January 31, Expires: 2005

3235-0362

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

OMB

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 **BAKER ADOLPHUS B** Symbol CAL-MAINE FOODS INC [CALM] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) _X_ Director _X__ 10% Owner _X_ Officer (give title _ Other (specify 05/30/2015 below) below) P.O. BOX 2960 Chairman, President & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) JACKSON, MSÂ 39207 _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 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) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock	12/19/2014	Â	G	738 (1)	A	\$0	1,210,986	D	Â	
Class A Common Stock	12/19/2014	Â	G	738 (1)	A	\$0	1,784	I	By wife (2)	
Common Stock	12/01/2014	Â	G	3,126 (3)	D	\$0	344,136	D	Â	
	Â	Â	Â	Â	Â	Â	248,368	I	By wife (2)	

9. of D

0

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			Persons w	SEC 2270 (9-02)					
Common Stock	Â	Â	Â	Â	Â	Â	4,585.703	I	By wife's KSOP (2)
Common Stock	Â	Â	Â	Â	Â	Â	145,539.738	I	By KSOP
Common Stock									

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)		ate	Amor Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Keiationsnips							
	Director	10% Owner	Officer	Other				
BAKER ADOLPHUS B P. O. BOX 2960 JACKSON, MS 39207	ÂX	ÂΧ	Chairman, President & CEO	Â				

Signatures

/s/ James H. Neeld, IV, 06/17/2015 Attorney-in-Fact

> **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) Received by gift from Fred R. Adams, Jr.

Reporting Owners 2

Edgar Filing: CAL-MAINE FOODS INC - Form 5

- The reporting person disclaims beneficial ownership of all securities held by his wife, Dinnette Adams Baker, directly or indirectly, and (2) this report should not be deemed an admission that the reporting person is the beneficial owner for purposes of Section 16 or any other purpose.
- (3) Gift of Common Stock from the direct ownership account of Adolphus B. Baker.
- (4) Represents current allocation under KSOP.

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.