CAL-MAINE FOODS INC
Form 4
August 28, 2015

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Adams Jean Morris

(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)
12/09/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ Officer (give title below)
__X__ 10% Owner
_____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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) (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	12/09/2011		G[(1)]		554,024	D	$ 0	10,138,746	I	As Co-Conservator of Spouse [(2)]
Class A Common Stock	12/09/2011		G[(3)]		1,600	D	$ 0	3,591,952	I	As Co-Conservator of Spouse [(2)]
Common Stock	12/26/2012		G[(1)]		61,674	D	$ 0	10,077,072	I	As Co-Conservator of Spouse [(2)]
Class A Common Stock	12/26/2012		G[(3)]		1,154	D	$ 0	3,590,798	I	As Co-Conservator of Spouse [(2)]

Common Stock	12/03/2013	G[(1)]	54,422	D	$ 0	10,022,650	I	As Co-Conservator of Spouse [(2)]
Class A Common Stock	12/03/2013	G[(3)]	98,572	D	$ 0	3,492,226	I	As Co-Conservator of Spouse [(2)]
Class A Common Stock	12/03/2013	G	96,480	A	$ 0	96,480	D	
Common Stock	12/16/2014	G[(1)]	37,664	D	$ 0	9,984,986	I	As Co-Conservator of Spouse [(2)]
Class A Common Stock	12/19/2014	G[(3)]	1,476	D	$ 0	3,490,750	I	As Co-Conservator of Spouse [(2)]
Common Stock	12/24/2014	G[(4)]	1,476	D	$ 0	1,554,870	D	
Common Stock						711,507	I	As Co-Conservator of Spouse - KSOP [(2)] [(5)]

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)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Adams Jean Morris P.O. BOX 2960 JACKSON, MS 39207		X		

Signatures

Kelly C. Simoneaux, on behalf of Jean Morris Adams, pursuant to a power of attorney — 08/28/2015

**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) Gifts of Common Stock from the direct ownership account of Fred R. Adams, Jr. This transaction was previously reported by Fred R. Adams, Jr.

(2) The Reporting Person disclaims beneficial ownership of all securities held as Co-Conservator of her spouse, and this report should not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16.

(3) Gifts of Class A Common Stock from the direct ownership account of Fred R. Adams, Jr. This transaction was previously reported by Fred R. Adams, Jr.

(4) Gifts of Common Stock from the direct ownership account of the Reporting Person. This transaction was previously reported by Fred R. Adams, Jr.

(5) Represents current allocation under KSOP.

Remarks:

All shares reported reflect the two-for-one stock split of the Issuer's Common Stock and Class A Common Stock effective Oct

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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