CAL MAINE FOODS INC
Form 4
July 15, 2013

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 *
HUGHES LETITIA CALLENDER

(Last) (First) (Middle)

48 AVERY CIRCLE

(Street)

JACKSON, MS 39211

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/23/2007

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ 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								11,900 (1)	D	

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 Amou Underlying Securi (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nur of Sha
Stock Appreciation Right	$ 5.93	07/23/2007		X			6,000	08/17/2006(2)	08/17/2015	Common Stock	6,0
Stock Appreciation Right	$ 5.93	10/01/2007		X			1,000	08/17/2006(2)	08/17/2015	Common Stock	1,0
Stock Appreciation Right	$ 5.93	10/02/2007		X			500	08/17/2006(2)	08/17/2015	Common Stock	5
Stock Appreciation Right	$ 5.93	02/01/2008		X			1,000	08/17/2006(2)	08/17/2015	Common Stock	1,0
Stock Appreciation Right	$ 5.93	03/18/2008		X			500	08/17/2006(2)	08/17/2015	Common Stock	5
Stock Appreciation Right	$ 5.93	03/25/2008		X			250	08/17/2006(2)	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	07/07/2008		X			500	08/17/2006(2)	08/17/2015	Common Stock	5
Stock Appreciation Right	$ 5.93	07/08/2008		X			500	08/17/2006(2)	08/17/2015	Common Stock	5
Stock Appreciation Right	$ 5.93	07/17/2008		X			250	08/17/2006(2)	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/01/2008		X			250	08/17/2006(2)	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/05/2008		X			250	08/17/2006(2)	08/17/2015	Common Stock	2

Stock Appreciation Right	$ 5.93	08/06/2008	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/11/2008	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/14/2008	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/18/2008	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	08/18/2008	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5,393	09/19/2008	X	1,500	08/17/2006[(2)]	08/17/2015	Common Stock	1,5
Stock Appreciation Right	$ 5.93	12/23/2009	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	12/28/2009	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	12/30/2009	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	01/19/2010	X	250	08/17/2006[(2)]	08/17/2015	Common Stock	2
Stock Appreciation Right	$ 5.93	03/26/2010	X	1,000	08/17/2006[(2)]	08/17/2015	Common Stock	1,0
Stock Appreciation Right	$ 5.93	04/28/2011	X	4,250	08/17/2006[(2)]	08/17/2015	Common Stock	4,2
Stock Appreciation Right	$ 5.93	07/21/2011	X	1,000	08/17/2006[(2)]	08/17/2015	Common Stock	1,0
Stock Appreciation Right	$ 5.93	07/22/2011	X	1,000	08/17/2006[(2)]	08/17/2015	Common Stock	1,0
Stock Appreciation	$ 5.93	12/23/2011	X	8,000	08/17/2006[(2)]	08/17/2015	Common Stock	8,0

Right

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES LETITIA CALLENDER 48 AVERY CIRCLE JACKSON, MS 39211	X			

Signatures

/s/James H. Neeld, IV, Attorney-in-Fact	07/15/2013
**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) Award of time-vesting restricted stock pursuant to Cal-Maine Foods, Inc. 2012 Omnibus Long-Term Incentive Plan, subject to continuing employment. The award was approved by a committee composed solely of two or more non-employee directors of the issuer for purposes of Rule 16b-3 and includes an optional tax withholding feature. The award will vest 100% on the third anniversary of the date of grant.

(2) The stock appreciation right became exercisable 20% on the first anniversary of grant date and 20% on each of the next four anniversary dates of grant.

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