RICHARDSON EDWARD J

Form 4

October 13, 2011

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

OMB APPROVAL

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * RICHARDSON EDWARD J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

RICHARDSON ELECTRONICS LTD/DE [RELL]

(Check all applicable)

(Last) (First) 3. Date of Earliest Transaction (Month/Day/Year)

X Director X_ Officer (give title below)

X 10% Owner Other (specify

40W267 KESLINGER ROAD

08/19/2011

Chairman & CEO

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Person

LAFOX, IL 60147

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(Month/Day/Year)

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

(A)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Following Reported Transaction(s) (Instr. 3 and 4) Price

Common Stock

08/19/2011

103 (7) A L

Code V Amount (D)

27,825

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	Secur Acqui (A) or Dispo (D)	isposed of)) nstr. 3, 4,		Underlying Securities (Instr. 3 and 4)		Deriv Secur (Instr.	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common	\$ 0 (1)	10/12/2011		G		500 (4)	(2)	<u>(3)</u>	Common Stock	500	\$
Class B Common	\$ 0 (1)	10/12/2011		G		500 (5)	(2)	(3)	Common Stock	500	\$
Class B Common	\$ 0 <u>(1)</u>	10/12/2011		G		1,000 (6)	(2)	(3)	Common Stock	1,000	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
·1. · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
RICHARDSON EDWARD J 40W267 KESLINGER ROAD LAFOX, IL 60147	X	X	Chairman & CEO				

3. Transaction Date 3A. Deemed

Signatures

1. Title of 2.

Kyle C. Badger, attorney-in-fact for Edward J. Richardson

10/13/2011

**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) Each share of Class B Common Stock is convertable into one share of Common Stock
- (2) Immediately Convertable
- (3) No expiration date
- (4) This was a bonafide gift to Alexander Richardson, son
- (5) This was bona fide gift to Nicholas Richardson, son
- (6) This was a bonafide gift to Gudrun Richardson, wife
- (7) Acquired through dividend reimbursement plan

Note: File three copies of this Form, one of which must be manually signed. If space 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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