

Seneca Foods Corp  
Form 4  
June 13, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KAYSER KRAIG H**

2. Issuer Name and Ticker or Trading Symbol  
**Seneca Foods Corp [SENEB]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**3736 SOUTH MAIN STREET**

3. Date of Earliest Transaction (Month/Day/Year)  
**06/13/2014**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**President and CEO**

(Street)  
**MARION, NY 14505**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Seneca Foods Class A Common					65,628	D	
Seneca Foods Class A Common					72,243	I	By Trusts
Seneca Foods Class A Common					3,068	I	By 401-K Plan

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Seneca Foods Class B Common	06/13/2014	A	1,136 <u>(2)</u>	A	\$ 32.39	89,307	D	
Seneca Foods Class B Common						74,956	I	By Trusts
Seneca Foods Class B Common						543	I	By 401-K Plan
Seneca Foods Class A Series A Preferred						32,168	D	
Seneca Foods Class A Series A Preferred						141,644	I	By Trusts <u>(1)</u>
Seneca Foods Class A Series B Preferred						165,080	I	By Trusts <u>(1)</u>
Seneca Foods 6% Preferred						8,000	D	

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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)	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. Number of Derivative Securities Owned Beneficially (Instr. 5)
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(Instr. 3,  
4, and 5)

Date	Expiration	Title	Amount				
Exercisable	Date		or				
			Number				
			of				
			Shares				
Code	V	(A)	(D)				

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KAYSER KRAIG H 3736 SOUTH MAIN STREET MARION, NY 14505	X	X	President and CEO	

### Signatures

Kraig H. Kayser  __Signature of Reporting Person	06/13/2014  Date
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### 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) Held by two trusts of which the Reporting Person is the co-trustee in which he and members of his family are beneficiaries. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest in the shares.
- (2) These shares were acquired in lieu of cash compensation pursuant to the Company's Executive Profit Sharing Bonus 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.