

GERLACH JOHN B JR
Form 5
July 11, 2012

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GERLACH JOHN B JR

2. Issuer Name and Ticker or Trading Symbol
LANCASTER COLONY CORP
[LANC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/30/2012

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

LANCASTER COLONY CORPORATION, 37 W. BROAD STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

COLUMBUS, OH 43215

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 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 13,019.975 ⁽¹⁾ | I | By ESOP ⁽¹⁾ |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 841.9996 ⁽²⁾ | I | By 401(k) Plan ⁽²⁾ |
| Common Stock | ^ | ^ | ^ | ^ | ^ | ^ | 4,166.67 ⁽³⁾ ⁽⁴⁾ | I | By S-Corp ⁽³⁾ ⁽⁴⁾ |
| | ^ | ^ | ^ | ^ | ^ | ^ | 4,872 ⁽³⁾ ⁽⁴⁾ | I | |

| | | | | | | | | | | |
|--------------|------------|---|------|-------|---|--------|-------------|---|--|-----------------------------------|
| Common Stock | | | | | | | | | | By Limited Partnership (3) (4) |
| Common Stock | Â | Â | Â | Â | Â | Â | 228,915 (4) | I | | By Wife and Children |
| Common Stock | Â | Â | Â | Â | Â | Â | 39,999 (4) | I | | By Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 39,999 (4) | I | | By Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 39,999 (4) | I | | By Trust |
| Common Stock | 12/28/2011 | Â | G(5) | 360 | A | \$ (5) | 121,162 (4) | I | | By Irrevocable Trust |
| Common Stock | 12/28/2011 | Â | G(5) | 360 | A | \$ (5) | 55,523 (4) | I | | By Irrevocable Trust |
| Common Stock | 12/28/2011 | Â | G(5) | 1,080 | D | \$ (5) | 382,453 | D | | Â |

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

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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) (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. of D Se B O E I F I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GERLACH JOHN B JR
LANCASTER COLONY CORPORATION X Chairman & President
37 W. BROAD STREET
COLUMBUS, OH 43215

Signatures

Patricia A. Schnieder POA for John B.
Gerlach, Jr.

07/11/2012

__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) Reflects ESOP allocations that have occurred since the date of the reporting person's last ownership report.
- (2) Shares contributed by Lancaster Colony Corporation as a matching contribution under Lancaster Colony Corporation's 401(k) Plan.
- (3) The limited partnership interest became reportable as a pecuniary interest on April 5, 2002 when the Reporting Person became a director and a controlling person of the S-Corp, the general partner of the limited Partnership which holds such securities.
- (4) John B. Gerlach, Jr. disclaims a beneficial interest in all shares held indirectly by him.
This transaction involved a gift of securities by the reporting person to his children and/or their trusts. The reporting person disclaims beneficial ownership of the shares held by his children and/or their trusts and this report should not be deemed an admission that the
- (5) reporting person is the beneficial owner of his children's shares or the children's trusts' shares for purposes of Section 16 or for any other purpose.

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.