

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>Hall James G</u><br><br>(Last) (First) (Middle)<br><u>C/O LANDEC CORPORATION</u><br><u>5201 GREAT AMERICA PARKWAY, SUITE 232</u><br><br>(Street)<br><u>SANTA CLARA CA 95054</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>LANDEC CORP \CA\ [ LNDC ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Vice President</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>07/25/2018</u>           |   |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        |   |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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 |   |  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date       |   |  |  |   |  | Title |
| Right to Buy Restricted Stock Unit (RSU)   | (1)  | 07/25/2018                           |  | M                              |   | 5,625  |     | (2)  | 07/25/2021            | Common Stock  | 5,625                                      | (1)  | 5,625   | D  |       |
| Right to Buy Restricted Stock Unit (RSU)   | (1)  | 07/25/2018                           |  | M                              |   | 7,000  |     | (3)  | 05/22/2019            | Common Stock  | 7,000                                      | (1)  | 7,000   | D  |       |
| Right to Buy Restricted Stock Unit (RSU)   | (1)  | 07/25/2018                           |  | M                              |   | 9,045  |     | (4)  | 07/25/2021            | Common Stock  | 9,045                                      | (1)  | 9,045   | D  |       |
| Nonqualified Stock Option (Right to Buy)   | \$14.35  | 07/25/2018                           |  | M                              |   | 13,593   |     |  | 07/25/2021 07/25/2025 | Common Stock  | 13,593                                     | \$14.35  | 118,593   | D  |       |
| Incentive Stock Option (Right to Buy)      | \$14.35  | 07/25/2018                           |  | M                              |   | 3,282  |     |  | 07/25/2021 07/25/2025 | Common Stock  | 3,282                                      | \$14.35  | 121,875   | D  |       |

**Explanation of Responses:**

- The Restricted Stock Units convert into Common Stock of Landec Corporation on a 1 for 1 basis.
- Restricted Stock Units will vest on the 3rd anniversary of the grant date and will be automatically settled in shares of common stock subject to vesting at a rate of 1 share per unit.
- Restricted Stock Units will vest in 10 months as this is a special grant given to this individual as approved by the Board of Directors.
- Restricted Stock Units will be automatically settled in shares of common stock subject to achievement of the performance goals set forth in the Company's LTIP for 2021.

/s/ Eric Kong 07/27/2018

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.