### Edgar Filing: UNIVERSAL CORP /VA/ - Form 5

UNIVERSAL CORP /VA/ Form 5						
April 26, 2011			OMB APPROVAL			
FORM 5 UNITED STAT	OMB 3235-0362 Number:					
no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction	STATEMENT OF CHAN OWNERSHIP OF SEC	Expires: 2005 Estimated average burden hours per response 1.0				
1(b). Filed pursuant to Form 3 Holdings Section 17(a) of th			n			
1. Name and Address of Reporting Person <u>*</u> ADAMS JOHN B JR	2. Issuer Name <b>and</b> Ticker or Symbol UNIVERSAL CORP /V	Issuer A/ [UVV]	Reporting Person(s) to			
(Last) (First) (Middle)	3. Statement for Issuer's Fisca (Month/Day/Year) 03/31/2011	al Year Ended X_ Director Officer (give	(Check all applicable) Director10% Owner Officer (give title Other (specify			
9201 FOREST HILL AVENUE		below)	below)			
(Street)	4. If Amendment, Date Origin Filed(Month/Day/Year)		bint/Group Reporting			
		(chec	k applicable line)			
RICHMOND, VA 23235			One Reporting Person More than One Reporting			
(City) (State) (Zip)	Table I - Non-Derivativ	e Securities Acquired, Disposed o	f, or Beneficially Owned			
-	2A. Deemed 3. Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8)	4. Securities 5. Amount Acquired (A) or of Securiti Disposed of (D) Beneficial (Instr. 3, 4 and 5) Owned at end of Issuer's Fiscal Yea (Instr. 3 ar	es Ownership Indirect ly Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) r (Instr. 4)			
Restricted Stock		Amount (D) Price 4)				
and Restricted  Stock Units	Â	10,688	D <u>(1)</u> Â			

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ÂÂ

300

Â

Â

Common Stock Â

Common Stock-Dividend

Reinvestment Plan (2) Â

Â

D

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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)	Number Ex		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to buy Common Stock (3)	\$ 43.12	Â	Â	Â	Â	Â	04/28/2004	10/28/2013	Common Stock	2,000
Options to buy Common Stock (3)	\$ 46.7	Â	Â	Â	Â	Â	02/05/2005	08/05/2014	Common Stock	2,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
ADAMS JOHN B JR 9201 FOREST HILL AVENUE RICHMOND, VA 23235	ÂX	Â	Â	Â		
Signatures						
John B. Adams, Jr. by Terri L. M. Attorney	04/26/2011					
<u>**</u> Signature of Reporting I	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) 8950 restricted stock shares were granted for service as a director. Transfer of shares is prohibited and the shares may be forfeited to the Company unless certain specified conditions are met. Also includes 1,700 restricted stock units and 38 dividend equivalent units earned on the restricted stock units. The restricted stock units vest of the third anniversary of the award date, however,

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payment will be delayed until certain restrictions are met.

- (2) shares acquired from 4/1/10 though 3/31/11 in the dividend reinvestment plan
- (3) options issued under Universal Corporation 2002 Executive Stock Plan for non-employee directors

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.