

ROSA BRUCE L  
Form 4  
February 27, 2013

**FORM 4**

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

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

**OMB APPROVAL**

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROSA BRUCE L

(Last) (First) (Middle)

T. MARZETTI COMPANY, P. O.  
BOX 29163

(Street)

COLUMBUS, OH 43229

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/27/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify  
below) Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 50,840                                                                                                             | I                                                                    | By Trust                                                          |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 11,242.785 <sup>(1)</sup>                                                                                          | I                                                                    | By ESOP                                                           |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 849.7592 <sup>(2)</sup>                                                                                            | I                                                                    | By 401(k)<br>Plan                                                 |
| Common<br>Stock                       | 02/26/2013                              |                                                             | C <sup>(3)</sup>                        |                                                                            | 700                                                                                                                | A                                                                    | \$ 0 7,371 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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                    |                 |                                     |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Appreciation<br>Right <sup>(4)</sup>       | \$ 58.79                                                           | 02/24/2010                              |                                                             | A                                    |                                                                                                              | 4,668                                                          |     | 02/24/2011                                                     | 02/24/2015         | Common<br>Stock | 4,668                               |
| Stock<br>Appreciation<br>Right <sup>(4)</sup>       | \$ 57.78                                                           | 02/22/2011                              |                                                             | A                                    |                                                                                                              | 10,000                                                         |     | 02/22/2012                                                     | 02/22/2016         | Common<br>Stock | 10,000                              |
| Stock<br>Appreciation<br>Right <sup>(4)</sup>       | \$ 68.12                                                           | 02/21/2012                              |                                                             | A                                    |                                                                                                              | 16,000                                                         |     | 02/21/2013                                                     | 02/21/2017         | Common<br>Stock | 16,000                              |
| Stock<br>Appreciation<br>Right <sup>(4)</sup>       | \$ 72.67                                                           | 02/26/2013                              |                                                             | A                                    |                                                                                                              | 17,000                                                         |     | 02/26/2014                                                     | 02/26/2018         | Common<br>Stock | 17,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                               | Relationships |           |                |       |
|------------------------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                                              | Director      | 10% Owner | Officer        | Other |
| ROSA BRUCE L<br>T. MARZETTI COMPANY<br>P. O. BOX 29163<br>COLUMBUS, OH 43229 |               |           | Vice President |       |

## Signatures

Patricia A. Schnieder, POA for Bruce L.  
Rosa

02/27/2013

          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 had occurred as of 6/30/12.
- (2) Shares contributed by Lancaster Colony Corporation as a matching contribution under Lancaster Colony Corporation's 401(k) Plan as of 6/30/12.
- (3) Restricted stock awarded to Mr. Rosa pursuant to the 2005 Stock Plan. The restricted stock will vest on February 26, 2018. Vesting would accelerate on a change in control, death or disability and may accelerate at retirement under certain conditions.
- (4) Stock appreciation rights awarded to Mr. Rosa pursuant to the 2005 Stock Plan. The rights vest ratably over a three-year period beginning on the first anniversary of the grant date and can be exercised up to five years from the grant date.

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

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