

LANDEC CORP \CA\
Form 8-K
October 19, 2010

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 14, 2010

LANDEC CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

0-27446
(Commission file number)

94-3025618
(IRS Employer Identification No.)

3603 Haven Avenue, Menlo Park, California 94025
(Address of principal executive offices and zip code)

(650) 306-1650
(Registrant's telephone number,
including area code)

Not Applicable
(Former name or former address, if changed from last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

On October 14, 2010, Landec Corporation (the "Company") held its Annual Meeting of Stockholders. The two proposals presented to stockholders were the election of four Class I directors and the ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending May 29, 2011.

The voting results for the election of directors were as follows:

| Director | Votes For | Votes Withheld | Broker Non Votes |
|--------------------------------|------------|----------------|------------------|
| Frederick Frank | 14,517,974 | 4,724,474 | 4,281,389 |
| Steven Goldby | 17,364,855 | 1,877,593 | 4,281,389 |
| Stephen E. Halprin | 17,337,528 | 1,904,920 | 4,281,389 |
| Richard S. Schneider, Ph.D. | 14,599,656 | 4,642,792 | 4,281,389 |

All of the nominees were elected.

The ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending May 29, 2011 received 22,011,301 votes for approval and 1,496,202 votes against approval, with 16,334 votes abstaining.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

LANDEC CORPORATION
Registrant

Date: October 19, 2010

By: /s/ Gregory S. Skinner
Gregory S. Skinner
Vice President of Finance
and Administration and
Chief Financial Officer