

SENECA FOODS CORP /NY/
Form 4/A
August 15, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fohrd Cynthia Lynn

2. Issuer Name and Ticker or Trading Symbol
SENECA FOODS CORP /NY/
[SENEA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3736 SOUTH MAIN STREET

(Street)

MARION, NY 14505

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2008

4. If Amendment, Date Original Filed(Month/Day/Year)
08/12/2008

____ Director
__X__ Officer (give title below) _____ Other (specify below)
Chief Administrative Officer

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 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Seneca Foods Class A Common	08/10/2008		A		610 A 1.089	D	
Seneca Foods Class A Common					1,078.7	I	401-K (2)
Seneca Foods Class B Common					174.6	I	401-K (2)

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

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