

RICHARDSON ELECTRONICS LTD/DE
 Form 4
 November 12, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Dudek James

2. Issuer Name and Ticker or Trading Symbol
 RICHARDSON ELECTRONICS LTD/DE [RELL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 40W267 KESLINGER ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/07/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Controller & Chief Accounting

LAFOX, IL 60147
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	11/07/2013		M	1,000	A	\$ 6.23	2,003	D
Common Stock	11/07/2013		M	2,000	A	\$ 5.03	4,003	D
Common Stock	11/07/2013		M	2,200	A	\$ 5.67	6,203	D
Common Stock	11/07/2013		S	1,000	D	\$ 11.115	5,203	D
Common Stock	11/07/2013		S	2,500	D	\$ 11.05	2,703	D

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Common Stock	11/07/2013	S	292	D	\$ 11.051	2,411	D
Common Stock	11/07/2013	S	621	D	\$ 11.091	1,790	D
Common Stock	11/07/2013	S	687	D	\$ 11.09	1,103	D
Common Stock	11/07/2013	S	100	D	\$ 11.115	1,003	D

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)	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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee stock option (right to buy)	\$ 6.23	11/07/2013		M	1,000	12/17/2008 ⁽¹⁾	12/17/2017	Common Stock	1,000
Employee stock option (right to buy)	\$ 5.03	11/07/2013		M	2,000	10/21/2009 ⁽²⁾	10/21/2018	Common Stock	2,000
Employee Stock Option (Right to Buy)	\$ 5.67	11/07/2013		M	2,200	10/13/2010 ⁽³⁾	10/13/2019	Common Stock	2,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dudek James 40W267 KESLINGER ROAD LAFOX, IL 60147			Controller & Chief Accounting	

Signatures

Kathleen S. Dvorak, attorney-in-fact for James M.
Dudek, Jr.

11/11/2013

__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) Partial exercise of an employee stock option of which 1,000 shares vested on December 17, 2008, 2009, 2010, 2011, 2012.
- (2) Partial exercise of an employee stock option of which 1,000 shares vested on October 21, 2009, 2010, 2011, 2012, 2013.
- (3) Partial exercise of an employee stock option of which 1,000 shares vested on October 13, 2010, 2011, 2012, 2013, 2014.

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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