

CAL-MAINE FOODS INC
 Form 5
 June 17, 2015

FORM 5

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

OMB APPROVAL
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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 ADAMS FRED R JR

 (Last) (First) (Middle)
 C/O CM FOODS, PO BOX 2960
 (Street)
 JACKSON, MS 39207
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 CAL-MAINE FOODS INC [CALM]
 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 05/30/2015

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Reporting
 (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) Amount or (D) Price			
Common Stock	12/16/2014	^	G	37,664 (1) D \$ 0	9,984,986	D	^
Class A Common Stock	12/19/2014	^	G	1,476 (2) D \$ 0	3,490,750	D	^
Common Stock	^	^	^	^ ^ ^	711,468.965	I	By KSOP (3)
Class A Common Stock	^	^	^	^ ^ ^	96,480	I	By wife (4)

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(5) Gifts of Common Stock from the direct ownership account of Jean Reed Adams, the reporting person's wife.

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