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Yost Kevin G Form 4 May 22, 201										
FORM	14								-	PROVAL
-	Washington, D.C. 20549								OMB Number:	3235-0287
Check th if no long	Ter								Expires:	January 31, 2005
subject to Section 1 Form 4 o	6. SIAIEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								verage rs per 0.5
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 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							0.5			
(Print or Type I	Responses)									
			2. Issuer Name and Ticker or Trading Symbol				ng	5. Relationship of Reporting Person(s) to Issuer		
(Leet)	(Einst)					(Chec	eck all applicable)			
(3. Date of Earliest Transaction (Month/Day/Year) 05/19/2012					Director 10% Owner X Officer (give title Other (specify below) below) President, Morningstar Foods		
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person		
DALLAS, 7	TX 75204							Form filed by M Person	fore than One Re	porting
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution Date, if Transaction			4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
2				Code V		(D)	Price	(Instr. 3 and 4)		
Common Stock	05/19/2012			М	1,836 (1)	А	\$0	8,365	D	
Common Stock	05/19/2012			F	486 <u>(1)</u>	D	\$ 14.13	7,879	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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	-		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Restricted Stock Units (DU005661)	\$ 0	05/19/2012		М	1,836 (1)	05/19/2012 <u>(2)</u>	05/19/2021	Common Stock	1,8 <u>(</u>

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 9 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Director	10% Owner	Officer	Other			
Yost Kevin C 2711 NORTH HASKELL AVENUE SUITE 3400 DALLAS, TX 75204			President, Morningstar Foods				
Signatures							
Carman M. Callahan, Attorney-in-Fact	05/	22/2012					
**Signature of Reporting Person		Date					
E							

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).

The reporting person received a total of 1,836 shares of Common Stock of the Issuer pursuant to the vesting provisions in the award of (1) restricted stock units. A total of 486 shares were surrendered to satisfy tax obligations of the reporting person, resulting in the issuance of

a total of 1,350 net shares of Common Stock.

The reporting person has received an award of restricted stock units which is the right to receive shares of Common Stock of the Issuer in(2) the future, subject to the terms and conditions of the award agreement. The restricted stock units vest annually, on a pro rata basis, over a three year period beginning on the first anniversary of 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.