Breunig Roland Ewald Form 4 August 11, 2010

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number: January 31,

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5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Breunig Roland Ewald			2. Issuer Name <b>and</b> Ticker or Trading  Symbol				ıg	Issuer				
			SENECA FOODS CORP /NY/ [SENEA]					(Check all applicable)				
(Last)	(First) (Middle) 3. Da			Date of Earliest Transaction				Director	% Owner			
3736 SOUTH MAIN STREET			(Month/Day/Year) 08/10/2010					_X_ Officer (give title Other (specify below)				
								Chief Financial Officer  6. Individual or Joint/Group Filing(Check				
	(Street)			ndment, Dat th/Day/Year)	U			6. Individual or Applicable Line)	Joint/Group Fili	ng(Check		
MARION, N	NY 14505		`	• ′				_X_ Form filed by	y One Reporting P More than One R			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executi any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (E	<b>)</b> )	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)		
Seneca Foods Class A Common	08/10/2010			A	470	A	(1)	2,027	D			
Seneca Foods Class A Common								500.7 (2)	I	401-K		
Seneca Foods Class B Common								102.7 (2)	I	401-K		

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				G 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Breunig Roland Ewald 3736 SOUTH MAIN STREET MARION, NY 14505

Chief Financial Officer

# **Signatures**

Jeffrey L. Van Riper, As Attorney in Fact

08/11/2010

\*\*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).
  - Award of restricted stock pursuant to the Company's 2007 Equity Incentive Plan, which was approved by the shareholders of the Company on August 10, 2007. No price was paid by the Reporting Person in connection with this award of shares of restricted stock
- (1) Company on August 10, 2007. No price was paid by the Reporting Person in connection with this award of shares of restricted stock which vests 25% per year over the next four years.
- (2) 401-K Match Holdings

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.

Reporting Owners 2