SEC Form 4	
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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Feison			2. Issuer Name <b>and</b> Ticker or Trading Symbol Limoneira CO [ LMNR ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Kimball Gordon E</u>				X	Director	10% Owner			
(Last) 1141 CUMM	Last) (First) (Middle) 141 CUMMINGS ROAD		3. Date of Earliest Transaction (Month/Day/Year) 01/28/2014		Officer (give title below)	Other (specify below)			
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)		93060		X	Form filed by One Re	eporting Person			
		55000	_		Form filed by More than One Reportin Person				
(City)	(State)	(Zip)							
		Tabla I Nan Da	vivative Securities Acquired Disposed of ar Bon	oficially	Ourread				

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	n Date, Code (Instr. 5) ay/Year)		Disposed Of			5. Amount of Securities Beneficially Owned Following Benorted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)		
01/28/2014		A		1,166 <sup>(1)</sup>	A	\$ <mark>0</mark>	16,558	D			
	2. Transaction Date (Month/Day/Year)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 20 Code ( 8) Code	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Code (Instr. 8) Code V	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Code (Instr. 8) 2. Code (Instr. 8) Code V Amount	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Code (Instr. 8) Code V Amount (A) or (D)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2Code (Instr. a) 2. Transaction Code (Instr. b) 2. Transaction Code (Instr. c) 2. Transaction C) 2. Transaction	2. Transaction Date (Month/Day/Year) A Deemed Execution Date, if any (Month/Day/Year) A Deemed Scode (Instr. 3, 4 and S) Code (Instr. 3, 4 and S) Code (Instr. 3, 4 and S) Code (Instr. 3, 4 and S) Price A Securities Secur	2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2Code (Instr. 4) Code (Instr. 4) Code (V Amount (A) or (B) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Code (Instr. 4) Price (A) or (B) Price (C) Price (C) Price		

## 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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Reflects the granting of stock award pursuant to the Limoneira Company Amended and Restated 2010 Omnibus Incentive Plan as approved by the shareholders.

## /s/ Gordon E. Kimball, by Joseph D. Rumley as attorney- 01/30/2014

in-fact

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.