FORM 4

obligations may continue. See Instruction 1(b).

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

| wasiiiigion, | D.C. | 2054 |
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OMB APPROVAL

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

| Name and Address of Reporting Person* Edwards Harold S | | | | | | 2. Issuer Name and Ticker or Trading Symbol Limoneira CO [LMNR] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|--|---|-----------------|---|---|---|------|--|------------------------------|-----------------------|---|---|---|----------------------------|--|---|--|--|
| Laware | is riaroid | <u>U</u> | | | | | | | | | | | | X | Direc | | | Owner | |
| (Last) | /Ei | ret) (| Middle) | | 3 [| Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | Offic belov | er (give title w) | Other below | (specify | |
| (Last) (First) (Middle) C/O LIMONEIRA COMPANY | | | | | | 02/18/2020 | | | | | | | | | | President and CEO | | , | |
| 1141 CUMMINGS ROAD | | | | | | | | | | | | | | | | | | | |
| | IVIIVIII (GS) | | | | 4 If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | | | | | 7. " | 4. II Amendment, Date of Original Filed (World / Day/ Teal) | | | | | | | | Line) | | | | | |
| SANTA | PAULA CA | A 9 | 93060 | | | | | | | | | | | X Form filed by One Reporting Person | | | | | |
| | | | | | | Form filed by More than One Repo Person | | | | | | | porting | | | | | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | | | | |
| | | Tabl | e I - N | on-Deriv | ative | Sec | uritie | s Ac | quire | d, Di | sposed o | f, or B | enefici | ally | Owne | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | Execution Date, | | 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 and 1) | | | | and 5) Secur Bene Owne | | icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | | | ted action(s) 3 and 4) | | (Instr. 4) | |
| Common | Stock | | | 02/18/2 | 2020 | | | | S ⁽¹⁾ | | 1,000 | D | \$21.2 | 85 ⁽²⁾ | 5 ⁽²⁾ 157,145 D | | | | |
| | | Та | ble II | | | | | | | | osed of, convertib | | | | vned | | , | | |
| 4 Tid4 | | 0. T | 04 D- | | | ans, | _ | | | | | Т | | _ | | 0 N | . 1.0 | A4 Notices | |
| 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 Exerc Expiration Da (Month/Day/Y | | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | | rative Irity r. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exerci | sable | Expiration Date | Title | Amount or Number of Shares | | | | | | |

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 14, 2019.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.25 to \$21.32, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request by the SEC staff, the issuer, or any security holder of the issuer.

/s/ Harold S. Edwards, by Amy

OWNERSHIP

Fukutomi and Mark

Palamountain as attorneys-in-

<u>fact</u>

** Signature of Reporting Person

Date

02/19/2020

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.