Moore David C Form 5 April 29, 2011

## FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Moore David C Symbol UNIVERSAL CORP /VA/ [UVV] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) Director 10% Owner \_ Officer (give title X 03/31/2011 Other (specify below) below) 9201 FOREST HILL AVENUE Sen. VP & CFO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) RICHMOND, Â VAÂ 23235 \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Transaction Securities Form: Direct Indirect Execution Date, if Acquired (A) or Beneficially (Instr. 3) Code Disposed of (D) (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common Â Â Â Â Â Â Â 44,569 (1) D Stock Reminder: Report on a separate line for each class of Persons who respond to the collection of information **SEC 2270** securities beneficially owned directly or indirectly. contained in this form are not required to respond unless (9-02)the form displays a currently valid OMB control number.

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

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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. 6. Date Exercisable and Expiration Date (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
options to buy common stock (2)	\$ 46.34	Â	Â	Â	Â	Â	12/31/2005	05/23/2015	Common Stock	6,000
Stock Appreciation rights (3)	\$ 36.03	Â	Â	Â	Â	Â	06/13/2007	06/13/2016	Common stock	4,000
Stock Appreciation rights (3)	\$ 62.66	Â	Â	Â	Â	Â	05/24/2008	05/24/2017	Common stock	15,00
Stock Appreciation rights (3)	\$ 51.32	Â	Â	Â	Â	Â	05/28/2009	05/28/2018	Common stock	10,60
Stock Appreciation rights (3)	\$ 35.3	Â	Â	Â	Â	Â	05/27/2010	05/27/2019	Common stock	24,60
Stock Appreciation rights (3)	\$ 39.71	Â	Â	Â	Â	Â	06/08/2011	06/08/2020	Common stock	15,00

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Moore David C 9201 FOREST HILL AVENUE RICHMOND, VA 23235	Â	Â	Sen. VP & CFO	Â				
Signatures								

Signatures

David C. Moore, by Terri L. Marks, Power of 04/29/2011 Attorney Date

\*\*Signature of Reporting Person

Reporting Owners 2 Edgar Filing: Moore David C - Form 5

## **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).
- this amounts includes 19,300 restricted stock units and 2,245 dividend units on the restricted stock units. The restricted stock units and the
- (1) dividend units vest on the fifth anniversary of the award date, however payment will be delayed until termination of service if the individual is a covered employee under code section 162(m) on the date of vesting.
- (2) options issued under the executive stock plan
- (3) after a 12 month period of the grant date, 1/3 of total shares are exercisable and an additional 1/3 for each anniversary date after that for 3 such periods.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.