TRANI EUGENE P

Form 5 May 03, 2012

FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362 Expired: January 31,

1.0

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

Expires: 2005
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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response...

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer TRANI EUGENE P Symbol UNIVERSAL CORP /VA/ [UVV] (Check all applicable) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (Month/Day/Year) _X_ Director 10% Owner Officer (give title 03/31/2012 _ Other (specify below) below) 9201 FOREST HILL AVENUE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

RICHMOND, Â VAÂ 23235

Reinvestment

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

			1 Croun							
	(City)	(State) (Zip)	Table I -	Non-Derivati	ve Securit	ies Ac	or Beneficially	Owned		
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	restricted stock and restricted stock units	Â	Â	Â	Â	Â	Â	13,358	D (1)	Â
	Common Stock	Â	Â	Â	Â	Â	Â	1,000	D	Â
	Common Stock - Dividend	03/31/2012	Â	I	538	A	\$ (2)	2,560	D (2)	Â

Plan

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

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SEC 2270 (9-02)

D

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to buy common stock (3)	\$ 46.7	Â	Â	Â	Â	Â	02/05/2005	08/05/2014	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
rr a g a m a m a m a m a m a m a m a m a m	Director	10% Owner	Officer	Other			
TRANI EUGENE P 9201 FOREST HILL AVENUE RICHMOND, VA 23235	ÂX	Â	Â	Â			

Signatures

Eugene P. Trani, by Terri L. Marks, Power of Attorney 05/03/2012

**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).
- 9,650 restricted stock shares were granted for service as a director. Transfer of shares is prohibited and the shares may be forfeited to the Company unless certain specified conditions are met. Also includes 3,550 restricted units and 158 dividend equivalent units earned on the restricted stock units. The restricted stock units vest on the third anniversary of the award date, however, payment will be delayed until certain restrictons are met.

Reporting Owners 2

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- (2) acquired from 4/1/11 through 3/31/12 in the Dividend Reinvestment Plan.
- (3) grant to director of options to buy common stock under the Universal Corporation 2002 Executive Stock Plan.

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.