Edgar Filing: MANLY ROBERT W - Form 4

| MANLY RO | OBERT W | | | | | | | | | | |
|---|---------------------|-------------------|--|--|-------------|---------|---|-----------------------------------|------------------------|-------------------------|--|
| Form 4 | | | | | | | | | | | |
| July 08, 201 | 1 | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | OMB AF | PROVAL | | | |
| | UNITED | STATES S | | RITIES A shington | | | NGE C | COMMISSION | OMB Number: | 3235-0287 | |
| Check th if no lon | aer. | | | | | | | | Expires: | January 31, | |
| subject t | | AENT OF | CHAN | | | ICIA | LOW | NERSHIP OF | Estimated a | 2005 verage | |
| Section | 16. | | | SECUI | RITIES | | | | burden hours per | | |
| Form 4 o Form 5 | | | | (1) = f(1) | . | d e E | ···· 1···· · | - A | response | 0.5 | |
| obligatio | - | | | | | | - | e Act of 1934, 1935 or Section | n | | |
| may con | unue. | | | vestmen | | | | | 1 | | |
| <i>See</i> Instr 1(b). | ruction | 50(11) 0 | i uie ii | i vestinent | i compu | 19 1 10 | . 01 17 1 | 0 | | | |
| | | | | | | | | | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| MANU V DODEDT W | | | r Name an | d Ticker or | Tradi | ng | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| MANLIK | ODERT W | | Symbol | | | | וחסי | 100401 | | | |
| | | | | IFIELD F | | _ | бгрј | (Check all applicable) | | | |
| (Last) | (First) (| | | f Earliest T | ransaction | | | Director | 100/ | Owner | |
| 200 COMMERCE STREET 07/06/2 | | | th/Day/Year) 6/2011 | | | | Officer (give title Other (specify | | | | |
| | | , | 0110012 | 011 | | | | below) Exec | below) | | |
| | (Street) | / | 1 If Ame | ondment D | ate Origin | 1 | | | | (Check | |
| | | | endment, Date Original onth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | | |
| | | | | | | | | _X_ Form filed by C | | | |
| SMITHFIE | LD, VA 23430 | | | | | | | Form filed by M Person | lore than One Re | porting | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of | 2. Transaction Date | 2A. Deeme | d 3. 4. Securities Acquired | | | | | 5. Amount of | 6. | 7. Nature of | |
| Security | (Month/Day/Year) | | Date, if | | on(A) or Di | | | Securities | Ownership | Indirect | |
| (Instr. 3) | | any (Month/Day | v/Year) | Code (Instr. 3, 4 and 5) (Instr. 8) | | | | Beneficially Owned | Form: Direct (D) or | Beneficial Ownership | |
| | | (Wondin Day | <i>yi</i> cui <i>)</i> | (1130.0) | | | | Following | Indirect (I) | (Instr. 4) | |
| | | | | | | (A) | | Reported | (Instr. 4) | | |
| | | | | | | or | | Transaction(s) (Instr. 3 and 4) | | | |
| common | | | | Code V | Amount | (D) | Price | | | | |
| common stock, par | 07/06/2011 | | | F | 14,067 | D | \$ | 248,676 | D | | |
| value \$.50 | 01100/2011 | | | 1 | (1) | D | 22.43 | 210,070 | D | | |

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

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 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. Transactio Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|------------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| MANLY ROBERT W | | | Exec. | | | | | |
| 200 COMMERCE STREET | | | VP and | | | | | |
| SMITHFIELD, VA 23430 | | | CFO | | | | | |
| Signatures | | | | | | | | |
| /s/ Michael H. Cole, as Attorney-in-Fact | | 07/08/2011 | | | | | | |
| **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).

On July 6, 2009, the reporting person was granted 100,000 performance share units (PSUs) under the Company's 2008 Incentive Compensation Plan. Each PSU represented a contingent right to receive one share of common stock. As previously reported, on June 16, 2011, the PSUs converted into 100,000 shares of common stock based on the achievement of the pre-established performance goal during

(1) 2011, the 1905 converted into 100,000 shares of common stock based on the achievement of the pre-established performance goal during the 2011 fiscal year. Of these shares, 33% vested on June 16, 2011 and 33% vested on July 6, 2011. The remainder will vest on July 6, 2012. This filing is being made to report the shares of common stock surrendered back to the Company to satisfy tax withholding obligations related to the shares that vested on July 6, 2011.

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.