Wolfson Richard M Form 4 December 14, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

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response... 0.5

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

obligations

Check this box

may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

\$1.00

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Wolfson Richard M			2. Issuer Name and Ticker or Trading Symbol CLARCOR INC. [CLC]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
			(Month/Day/Year)	Director 10% Owner			
840 CRESCENT CENTRE DRIVE, SUITE 600 (Street)			12/14/2012	_X_ Officer (give title Other (specify below)			
				VP, General Counsel			
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
FRANKLIN, TN 37067				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock Par Value \$1.00	12/14/2012		Code V M(1)	Amount 1,315	` /	Price \$ 45.42	14,588	D	
Common Stock Par Value	12/14/2012		F	645	D	\$ 45.42	13,943	D	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)

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

1. Title of	2.	3. Transaction Date		4.	5. Number	6. Date Exercisable and		7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative		Expiration Date		Underlying Securities		Deriv
Security	or Exercise		any	Code	Securities (Month/Day/Year)		(Instr. 3 and 4)		Secur	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired					(Instr
	Derivative				(A) or					
	Security				Disposed of					
					(D)					
					(Instr. 3, 4,					
					and 5)					
						Date Exercisable	Expiration Date	Title	Amount or Number of	
				Code V	(A) (D)				Shares	
Common Stock Par Value \$1.00	\$ 45.42	12/14/2012		M <u>(1)</u>	1,315	<u>(2)</u>	<u>(2)</u>	Common Stock	1,315	\$ 45

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wolfson Richard M 840 CRESCENT CENTRE DRIVE, SUITE 600 FRANKLIN, TN 37067

VP, General Counsel

Signatures

Tina M. Demonbreun, By Power of Attorney

12/14/2012

**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).
- (1) Vested and Issued Employee Restricted Stock Units
- (2) Restricted stock units granted 2008 thru 2011, vesting 25% annually

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.

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