



Edgar Filing: S&W Seed Co - Form 4

| Derivative Security                |         |            | (A) or Disposed of (D) (Instr. 3, 4, and 5) |       | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares |
|------------------------------------|---------|------------|---|-------|---------------------------|-----------------|--------------|----------------------------|
|                                    |         |            | Code  | V     |                           |                 |              |                            |
| Common Stock Option (Right to Buy) | \$ 6.23 | 01/31/2014 | A   | 7,000 | 04/01/2014 <sup>(1)</sup> | 01/31/2019      | Common Stock | 7,000                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
| WICKERSHAM GROVER T            |               |           | X       |       |

## Signatures

Grover T. Wickersham                      02/04/2014  
 \*\*Signature of                      Date  
 Reporting Person

## 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).
- The options vest and become exercisable in four quarterly installments of 1,750 shares over one year, commencing on April 1, 2014 and (1) continuing thereafter on the first day of each succeeding fiscal quarter (July 1, October 1 and January 1) through and including January 1, 2015.

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.