Eddy Darryl R Form SC 13D July 12, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. ____)*

LEADING BRANDS, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

<u>52170U-207</u>

(CUSIP Number)

Darryl R. Eddy

Suite 780 333 Seymour Street Vancouver, British Columbia, Canada V6B 5A6 (604) 909-0300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 26, 2011

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §240.13d -1(e), §240.13d -1(f) or §240.13d -1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 52170U-207

1. Names of Reporting Persons.

Darryl R. Eddy

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) []

(b) []

- 3. SEC Use Only
- 4. Source of Funds (See Instructions)

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6. Citizenship or Place of Organization

Canada

Number of
Shares7. Sole Voting PowerBeneficially
Owned by
Each
Reporting
Person With199,4088. Shared Voting Power
Nil

9. Sole Dispositive Power

199,408

11. Aggregate Amount Beneficially Owned by Each Reporting Person

199,408

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) []

13. Percent of Class Represented by Amount in Row (11)

5.6% (1)

14. Type of Reporting Person (See Instructions)

IN

(1) The percent of class is calculated based upon 3,484,536 shares of Common Stock of Leading Brands, Inc. issued and outstanding as of May 26, 2011.

Item 1. Security and Issuer.

This statement relates to the Common Stock of Leading Brands, Inc. (the Issuer). The address of the principal executive offices of the Issuer is Suite 1800 1500 West Georgia Street, Vancouver, British Columbia, Canada V6G 2Z6.

Item 2. Identity and Background.

The name of the person filing this statement is Darryl R. Eddy (the Reporting Person). The address of the Reporting Person is Suite 780 333 Seymour Street, Vancouver, British Columbia, Canada V6B 5A6. The Reporting Person is a director of the Issuer and is also the President of Radale Inc., a private investment holding company, and a managing director of Genpar Capital Inc., primarily a high yield mortgage company. Mr. Eddy recently retired as a partner of PricewaterhouseCoopers LLP, where he also served as a past Managing Director of PricewaterhouseCoopers Corporate Finance Inc. During the last five years, the Reporting Person has not been (i) convicted in a criminal proceeding or (ii) a party to a civil proceeding, in either case, of any type specified in Item 2(d) or (e) of Schedule 13D. The Reporting Person is a Canadian citizen.

Item 3. Source and Amount of Funds or Other Consideration.

The Reporting Person may be deemed to be a beneficial owner of Common Stock of the Issuer held by a company which the Reporting Person controls. The shares were acquired pursuant to open market purchases using working capital.

The Reporting Person is also able to exercise vested stock options to acquire Common Stock of the Company, which were granted to the Reporting Person by the Company.

Item 4. Purpose of the Transaction.

The Reporting Person acquired the shares beneficially owned by the Reporting Person for investment purposes. Other than any plans or proposals described in this statement, the Reporting Person currently has no plans or proposals which relate to or would result in any action or event enumerated in clause (a) through (j), inclusive, of Item 4 of the General Instructions to Schedule 13D.

The Reporting Person may, at any time without notice, (i) acquire additional securities of the Issuer or dispose of securities of the Issuer pursuant to open market or private transactions or otherwise and/or (ii) formulate plans and/or proposals which relate to the Issuer and/or the securities of the Issuer (including, without limitation, plans and/or proposals which relate to or would result in an action and/or event enumerated in clause (a) through (j) of Item 4 of the General Instructions to Schedule 13D), in any case, to the extent deemed necessary, advisable, and/or desirable in light of the investment policies and/or purposes of the Reporting Person and/or future value of the securities of the Issuer, the business, financial condition, results of operations, and prospects of the Issuer, general economic, financial, and/or industry conditions, and/or any action and/or event enumerated in clause (a) through (j), inclusive, of Item 4 of the General Instructions to Schedule 13D). The Reporting Person may review the investment of the Reporting Person in the Issuer from time to time on the basis of various factors, including the Issuer s business, financial condition, results of operations, and prospects, general economic and industry conditions, the securities markets in general and those for the Common Stock in particular, as well as other developments and other investment opportunities. Based upon this review, the Reporting Person may take such actions in the future as the Reporting Person may deem appropriate in light of the circumstances existing from time to time, which may include further

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acquisitions of shares of Common Stock or disposal of some or all of the shares of Common Stock currently beneficially owned by the Reporting Person or otherwise acquired by the Reporting Person in open market or private transactions or otherwise.

Any transactions in the Common Stock that were effected during the past sixty days by the Reporting Person are described under Item 5 of this statement.

Item 5. Interest in Securities of the Issuer.

(a) The following table sets forth the aggregate number and percentage of the Common Stock beneficially owned by each person named in Item 2 of this statement:

		Aggregate Number of Shares of	Percentage of	
		Common Stock	Common Stock	
	Person	Beneficially Owned	Beneficially Owned	
Darryl R. Eddy		199,408 (1)	5.6%	

(1) Includes (i) 125,571 shares beneficially owned by a company which the Reporting Person controls, (ii) 50,000 shares issuable by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person on June 1, 2010 at an exercise price of \$2.45 per share that expires on June 1, 2020, (iii) 3,837 shares issuable by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person on September 28, 2009 at an exercise price of \$3.50 per share that expires on September 28, 2019, and (iv) 20,000 shares issuable by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person pursuant to a vested stock option granted by the Issuer to the Reporting Person on July 15, 2004 at an exercise price of \$5.20 per share that expires on July 15, 2014.

(b) **Number of shares as to which the Reporting Person has:**

(i) Sole power to vote or to direct the vote:

See the disclosure provided in response to Item 7 on the attached cover page(s).

(ii) Shared power to vote or to direct the vote:

See the disclosure provided in response to Item 8 on the attached cover page(s).

(iii) Sole power to dispose or to direct the disposition of:

See the disclosure provided in response to Item 9 on the attached cover page(s).

(iv) Shared power to dispose or to direct the disposition of:

See the disclosure provided in response to Item 10 on the attached cover page(s).

(c) The following table describes transactions in the Common Stock that were effected during the past sixty days or since the most recent filing of Schedule 13D, whichever is less, by each person named in response to paragraph (a) of Item 5 of this statement:

Transaction Date	Person	Shares Acquired	Shares Disposed	Price Per Share (\$)	Description of Transaction
		_	_		Open Market
May 26, 2011	Darryl R. Eddy	6,670	-	- 2.50	Transaction
					Open Market
May 27, 2011	Darryl R. Eddy	800	-	- 2.50	Transaction

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Except as otherwise described herein, no transactions in the Common Stock were effected during the past sixty days or since the most recent filing of Schedule 13D, whichever is less, by any person named in response to paragraph (a) of Item 5 of this statement.

[In addition, the Issuer has purchased shares pursuant to its stock repurchase plan, which has caused the percentage of shares beneficially owned by the Reporting Person to increase.]

(d) A company over which the Reporting Person has control has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, shares beneficially owned directly by, and/or held by or for the account or benefit of, the company. (e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Not applicable.

Item 7. Material to be Filed as Exhibits.

Not applicable.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 11, 2011

By: <u>/s/ Darryl R. Eddy</u> Name: Darryl R. Eddy