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LANCASTER COLONY CORP  
Form 8-K  
March 14, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D. C. 20549

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FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT: MARCH 9, 2005  
(Date of earliest event reported)

COMMISSION FILE NUMBER 0-4065-1  
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LANCASTER COLONY CORPORATION  
(Exact name of registrant as specified in its charter)

OHIO  
(State or other jurisdiction of  
incorporation or organization)

13-1955943  
(I.R.S. Employer  
Identification No.)

37 WEST BROAD STREET  
COLUMBUS, OHIO  
(Address of principal executive offices)

43215  
(Zip Code)

614-224-7141  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

Effective March 9, 2005, Lancaster Colony Corporation (the "Company"), pursuant to its previously announced share repurchase program, purchased 230,000 shares of common stock from the Estate of Dorothy B. Fox (the "Estate") at a

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price per share of \$42.634, which is equal to the average closing price of the Company's common stock over the ten (10) trading days beginning February 23, 2005, as adjusted to reflect the effects of the Company's previously declared dividend. Robert L. Fox, a Director of the Company, serves as executor of the Estate.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LANCASTER COLONY CORPORATION

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(Registrant)

Date: March 14, 2005

By: /s/ JOHN L. BOYLAN

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John L. Boylan  
Treasurer, Vice President,  
Assistant Secretary and  
Chief Financial Officer  
(Principal Financial  
and Accounting Officer)