1. Name and Address of Reporting Person
SMOLYANSKY LUDMILA
C/O LIFEWAY FOODS, INC.
6431 W. OAKTON ST
MORTON GROVE IL 60053

2. Issuer Name and Ticker or Trading Symbol
LIFEWAY FOODS INC [ LWAY ]

3. Date of Earliest Transaction (Month/Day/Year)
09/22/2014

4. If Amendment, Date of Original Filed (Month/Day/Year)  

5. Relationship of Reporting Person(s) to Issuer
(X) Director  
(X) 10% Owner

6. Individual or Joint/Group Filing (Check Applicable Line)
(X) Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Deemed Execution Date</th>
<th>Transaction Code</th>
<th>Securities Acquired</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Code</th>
<th>Price</th>
<th>Ownership Form</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>2,000</td>
<td>D</td>
<td>$14.25</td>
<td>7,357,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>3,000</td>
<td>D</td>
<td>$14.25</td>
<td>7,354,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>2,000</td>
<td>D</td>
<td>$14.2</td>
<td>7,352,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>3,000</td>
<td>D</td>
<td>$14.26</td>
<td>7,349,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>3,000</td>
<td>D</td>
<td>$14.35</td>
<td>7,346,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
<tr>
<td>Common stock, no par value</td>
<td>09/22/2014</td>
<td>S</td>
<td>2,000</td>
<td>D</td>
<td>$14.35</td>
<td>7,344,584</td>
<td>V</td>
<td>1</td>
<td>See Footnote</td>
</tr>
</tbody>
</table>

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

Explanation of Responses:
1. The shares are held by the Ludmila Smolyansky Trust 2/1/05, of which Ludmila Smolyansky is the trustee.
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.