

SANFILIPPO JOHN B & SON INC

Form 4

June 27, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SANFILIPPO JASPER BRIAN JR

2. Issuer Name **and** Ticker or Trading
Symbol

SANFILIPPO JOHN B & SON INC
[JBSS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1703 N. RANDALL ROAD

(Street)

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

06/25/2012

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

COO, President

ELGIN, IL 60123-7820

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Class A - Common Stock	06/25/2012		P	Amount (1) 11,856 Price \$ 11.14	11,856	D	
Class A - Common Stock	06/25/2012		S	Amount (2) 35,568 Price \$ 11.14	1,349,663	I	As Co-Trustee of Family Trust
Class A - Common Stock					44,044	I	As Co-Trustee of 2006 Trust

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANFILIPPO JASPER BRIAN JR 1703 N. RANDALL ROAD ELGIN, IL 60123-7820	X	X	COO, President	

Signatures

/s/Herbert J. Marros as Power of
Attorney

06/27/2012

__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) The reporting person above purchased the shares of Class A Common Stock listed herein pursuant to a written agreement between the Sanfilippo Family 1999 Generation Skipping Trust Agreement, dated December 31, 1999 and the reporting person, among others.

(2) The reporting person as Co-Trustee of the Sanfilippo Family 1999 Generation Skipping Trust Agreement, dated December 31, 1999 sold the shares of Class A Common Stock listed herein pursuant to a written agreement between the Sanfilippo Family 1999 Generation Skipping Trust Agreement, dated December 31, 1999 and the reporting person, among others.

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

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