### Edgar Filing: SANFILIPPO JOHN B & SON INC - Form 4

SANFILIPPO JOHN B & SON INC Form 4 November 15, 2013

#### OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading VALENTINE MICHAEL J Issuer Symbol SANFILIPPO JOHN B & SON INC (Check all applicable) [JBSS] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director X\_\_ 10% Owner X\_Officer (give title \_ Other (specify (Month/Day/Year) below) below) 1703 N. RANDALL ROAD 11/13/2013 CFO, Group President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ELGIN, IL 60123-7820 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (1)

		Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	
Common Stock	11/13/2013	А	7,900 (1)	А	\$0	24,900	D
Common Stock	11/13/2013	М	3,500	А	\$ 7.95	28,400	D

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

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 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. Transactic Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy) (2)	\$ 7.95	11/13/2013		М	3,500	11/19/2008 <u>(3)</u>	11/19/2017	Common Stock	3,500

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
1	Director	10% Owner	Officer	Other			
VALENTINE MICHAEL J 1703 N. RANDALL ROAD ELGIN, IL 60123-7820	Х	Х	CFO, Group President				
Signatures							
/s/Frank Pellegrino as Power of Attorney	f	11/15/	/2013				
**Signature of Reporting Person		Dat	e				

## **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).

These shares represent restricted stock units granted under the John B. Sanfilippo & Son, Inc. 2008 Equity Incentive Plan. Each restricted stock unit represents the contingent right to receive, upon vesting of the unit, one share of John B. Sanfilippo & Son, Inc. common stock.

- (1) Subject to certain conditions, these units are scheduled to vest on November 13, 2016. These units, once vested, will generally be eligible to be paid in an equivalent number of shares of the Company's common stock on November 14, 2016 or such other date(s) as are specified by the reporting person in a valid deferral election filed with John B. Sanfilippo & Son, Inc.
- (2) Reflects options granted pursuant to the John B. Sanfilippo & Son, Inc. 1998 Equity Incentive Plan.
- (3) Options become exercisable in four equal annual installments beginning on the date listed provided reporting person remains an employee of the company on such dates. The foregoing exercise installments are cumulative and may be exercised in whole or in part.

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.