

Fordonski Thomas J  
 Form 4  
 May 09, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Fordonski Thomas J

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)  
 05/08/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr VP Human Resources

ELGIN, IL 60123-7820  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Common Stock	05/08/2012		M	A	\$ 8.29 15,569	D	
Common Stock	05/08/2012		M	A	\$ 7.95 19,069	D	
Common Stock	05/08/2012		S	D	\$ 13.9 17,669	D	
Common Stock	05/08/2012		S	D	\$ 14.02 16,369	D	
Common Stock	05/08/2012		S	D	\$ 14.03 15,869	D	

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Common Stock	05/08/2012	S	900	D	\$ 14.3	14,969	D
Common Stock	05/08/2012	S	700	D	\$ 14.55	14,269	D
Common Stock	05/08/2012	S	200	D	\$ 14.56	14,069	D

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

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(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 (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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Incentive Stock Option (Right to Buy) <sup>(1)</sup>	\$ 8.29	05/08/2012		M	1,500	09/17/2008 <sup>(2)</sup>	09/17/2017	Common Stock	1,500
Incentive Stock Option (Right to Buy) <sup>(1)</sup>	\$ 7.95	05/08/2012		M	3,500	11/19/2008 <sup>(2)</sup>	11/19/2017	Common Stock	3,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fordonski Thomas J 1703 N. RANDALL ROAD ELGIN, IL 60123-7820			Sr VP Human Resources	

## Signatures

/s/Herbert J. Marros as Power of  
Attorney

05/09/2012

\_\_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) Reflects options granted pursuant to the John B. Sanfilippo & Son, Inc. 1998 Equity Incentive Plan.
- (2) 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.  
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