Gardier Christopher Form 4/A September 14, 2012

# FORM 4

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

11/23/2011

Stock

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Print or Type Responses)

1. Name and Gardier Cl	Address of Reporting F nristopher	Symbol	SANFILIPPO JOHN B & SON INC				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) 1703 N. R	(First) (M		te of Earliest Transaction th/Day/Year) 3/2011				Director 10% OwnerX_ Officer (give title Other (specify below) VP - Consumer Sales				
	(Street)	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
ELGIN, II	. 60123	Filed(Mor	Filed(Month/Day/Year) 11/28/2011					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code		l (A) c l of (D	))	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)		
Common	11/23/2011		Δ	4,500	Δ	\$ 0	8 000 (2)	D			

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

A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

 $8,000^{(2)}$ 

\$0

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

(1)

#### Edgar Filing: Gardier Christopher - Form 4/A

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title an	d 8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amount of	of Derivative	e Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyin	g Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 ar	nd 4)	Owne
	Security Acquired							Follo		
	•				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)	4, and 5)				
								Λ	nount	
									lount	
						Date		Or Title Nove	no la cu	
						Exercisable			mber	
				C 1 W	(A) (D)			of		
				Code V	(A) (D)			Sha	ares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gardier Christopher

1703 N. RANDALL ROAD VP - Consumer Sales

**ELGIN, IL 60123** 

#### **Signatures**

/s/Herbert J. Marros as Power of Attorney

09/14/2012

Date

\*\*Signature of Reporting Person

## **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 23, 2014. 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 24, 2014 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) This amendment is being filed to correct the amount of Securities Beneficially Owned.

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.

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