

SunOpta Inc.
Form 3
January 27, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â THYKEN MICHAEL J | | (Month/Day/Year) | SunOpta Inc. [STKL] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/18/2016 | | |
| 7301 OHMS LANE, SUITE 600 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Information Officer | |
| EDINA, Â MN Â 55439 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common shares | 20,000 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---------------|-------|------------|---------------|--------|----------|-------------------|---|
| Stock options | Â (1) | 08/07/2023 | Common Shares | 27,500 | \$ 8.23 | D | Â |
| Stock options | Â (2) | 05/13/2024 | Common Shares | 6,942 | \$ 11.3 | D | Â |
| Stock options | Â (3) | 05/12/2024 | Common Shares | 10,188 | \$ 10.08 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| THYKEN MICHAEL J 7301 OHMS LANE, SUITE 600 EDINA, MN 55439 | Â | Â | Â Chief Information Officer | Â |

Signatures

/s/ Michael Thyken 01/27/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These options became or will become exercisable in five equal annual installments on each of August 7, 2014, 2015, 2016, 2017 and 2018. These options qualify as incentive stock options.

These options became or will become exercisable in five annual installments. The first installment of 1,388 options became exercisable on May 13, 2015. The second installment of 1,389 options will become exercisable on May 13, 2016. The third installment of 1,388 options will become exercisable on May 13, 2017. The fourth installment of 1,389 options will become exercisable on May 13, 2018. The fifth installment of 1,388 options will become exercisable on May 13, 2019. These options qualify as incentive stock options.
 - (2) These options will become exercisable in five annual installments. The first installment of 2,038 options will become exercisable on May 12, 2016. The second installment of 2,037 options will become exercisable on May 12, 2017. The third installment of 2,038 options will become exercisable on May 12, 2018. The fourth installment of 2,037 options will become exercisable on May 12, 2019. The fifth installment of 2,038 options will become exercisable on May 12, 2020. These options qualify as incentive stock options.  

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.