

Edgar Filing: POKRAJAC WILLIAM R - Form 4

POKRAJAC WILLIAM R
Form 4
April 29, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person*

Pokrajac	William	R.
-----	-----	-----
(Last)	(First)	(Middle)
c/o John B. Sanfilippo & Son, Inc.		
2299 Busse Road		
-----	-----	-----
	(Street)	
Elk Grove Village	IL	60007
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

John B. Sanfilippo & Son, Inc. (JBSS)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

4/28/03

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
Vice President of Finance and Controller	

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Price
			Code	V	Amount	(A) or (D)	
Common Stock	4/28/03		M		750	A	6.00
Common Stock	4/28/03		M		1600	A	9.375
Common Stock	4/28/03		M		1500	A	6.250
Common Stock	4/28/03		M		3500	A	4.00
Common Stock	4/28/03		M		3750	A	4.50
Common Stock	4/28/03		S		11100	D	16.4848
Common Stock							

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Over)

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8 P o D a S i (5
Employee Stock Option (Right to Buy) *	6.00	4/28/03		M	750	(1) 1/10/05	Common Stock	750
Employee Stock Option (Right to Buy) **	9.375	4/28/03		M	1600	(2) 10/2/05	Common Stock	1600
Employee Stock Option (Right to Buy) **	6.25	4/28/03		M	1500	(3) 5/21/07	Common Stock	1500
Employee Stock Option (Right to Buy) ***	4.00	4/28/03		M	3500	(4) 2/2/09	Common Stock	3500
Employee Stock Option (Right to Buy) ***	4.50	4/28/03		M	3750	(5) 1/27/10	Common Stock	3750

Explanation of Responses:

*Reflects options granted pursuant to the John B. Sanfilippo & Son, Inc.
1991 Stock Option Incentive Plan

**Reflects options granted pursuant to the John B. Sanfilippo & Son, Inc.
1995 Stock Option Incentive Plan

***Reflects options granted pursuant to the John B. Sanfilippo & Son, Inc.
1998 Stock Option Incentive Plan

(1) Options vested and exercisable in equal installments of 25% on each

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of the first, second, third and fourth anniversary of the option's Date of Grant on January 10, 1996, 1997, 1998 & 1999.

(2) Options vested and exercisable in equal installments of 25% on each of the first, second, third and fourth anniversary of the option's Date of Grant on October 2, 1996, 1997, 1998 & 1999.

(3) Options vested and exercisable in equal installments of 25% on each of the first, second, third and fourth anniversary of the option's Date of Grant on May 21, 1998, 1999, 2000 & 2001.

(4) Options vested and exercisable in equal installments of 25% on each of the first, second, third and fourth anniversary of the option's Date of Grant on February 2, 2000, 2001, 2002 & 2003.

(5) Options vested and exercisable in equal installments of 25% on each of the first, second, third and fourth anniversary of the option's Date of Grant on January 27, 2001, 2002 & 2003.

/s/Linda Crowley

4/29/03

**Signature of Reporting Person

Date

By: Linda Crowley, as attorney-in-fact
for William R. Pokrajac per Power of
Attorney dated February 1, 2001, original
on file with the SEC.

** Intentional misstatements or omissions of facts constitute Federal
Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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