

PLATT ANDREW G
Form 4
August 21, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
PLATT ANDREW G

(Last) (First) (Middle)
ONE STRAWBERRY LANE
(Street)

ORRVILLE, OH 44667-0280

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SMUCKER J M CO [SJM]

3. Date of Earliest Transaction
(Month/Day/Year)
08/17/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|------------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Shares | 08/17/2012 | | M | | 3,000 (1) | A | \$ 43.38 30,181 D |
| Common Shares | 08/17/2012 | | S | | 3,000 (2) | D | \$ 82 27,181 D |
| Common Shares | | | | | | | 3,916.794 I By 401(k) |
| Common Shares | | | | | | | 4,240.292 I By Esop |
| Common Shares | | | | | | | 440.794 I By Wife In 401(k) (3) |

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Common Shares 950.999 I By Wife In Esop ⁽³⁾

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

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SEC 1474 (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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option Common Shares | \$ 43.38 | 08/17/2012 | | M | 3,000 | 10/28/2004 ⁽¹⁾ 10/28/2013 | Common Shares | 3,000 |
| Option Common Shares | \$ 44.17 | | | | | 10/28/2005 ⁽¹⁾ 10/27/2014 | Common Shares | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| PLATT ANDREW G ONE STRAWBERRY LANE ORRVILLE, OH 44667-0280 | | | Vice President | |

Signatures

/s/ Jeannette L. Knudsen, POA 08/21/2012

**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) All stock options are fully vested as a result of the Executive Compensation Committee's approval of accelerated vesting effective April 12, 2006.
- (2) This sale was the result of a 10b5-1 Plan entered into during an open SJM trading window.
- (3) I disclaim beneficial ownership of these shares.

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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