TANKERSLEY WALTER R

Form 4

February 21, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

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5 Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Stock Common

Stock

(Print or Type Responses)

1 Name and Address of Reporting Person *

02/20/2013

TANKERSLEY WALTER R			Symbol	ILIPPO JOHN B & SON INC	Issuer (Check all applicable)			
(Last) (First) (Middle) 1703 N. RANDALL ROAD			, 5.54.6	of Earliest Transaction Day/Year) 2013	Director 10% Owner _X_ Officer (give title Other (specify below) Sr. Vice President			
	(Street)			nendment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
	ELGIN, IL	60123-7820 (State)	(Zip) Tol		Form filed by More than One Reporting Person			
	(City)	(State)	(Zip) Tal	ole I - Non-Derivative Securities Acq	uired, 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. 4. Securities Acquired (A Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
	Stock	02/20/2013		M 5,000 A \$ 16.42	2 29,091.99 D			

5,000

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

S

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24,091.99

D

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy) (1)	\$ 16.42	02/20/2013		M	5,000	09/02/2004(2)	09/02/2013	Common Stock	5,000

Reporting Owners

Relationships

Director 10% Owner Officer Other

TANKERSLEY WALTER R 1703 N. RANDALL ROAD ELGIN, IL 60123-7820

Sr. Vice President

Signatures

/s/Herbert J. Marros as Power of

Attorney 02/21/2013

**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.
- 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. 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.

Reporting Owners 2