

SANFILIPPO JOHN B & SON INC

Form 8-K

April 13, 2009

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

**FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): April 8, 2009  
JOHN B. SANFILIPPO & SON, INC.  
(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**0-19681**  
(Commission File Number)

**36-2419677**  
(I.R.S. Employer Identification  
Number)

**1703 North Randall Road, Elgin, Illinois 60123-7820**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(847) 289-1800**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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John B. Sanfilippo & Son, Inc. (the Registrant ) submits the following information:

ITEM 8.01. Other Events.

On April 8, 2009, the Registrant issued a press release regarding its voluntary recall of bulk packaged and small packaged items of Fisher brand raw shelled pistachios and certain packaged Archer Farms raw mixed nuts which contain raw shelled pistachios. The recall was made as a precautionary measure because the product may be contaminated with salmonella. The Registrant's recall was a follow-up to the voluntary recall of raw shelled pistachios announced by Setton Pistachio of Terra Bella, Inc. ( Setton ), a supplier to the Registrant, on April 7, 2009. The Registrant believes that the retail value of the raw shelled pistachios and raw mixed nuts, which have been shipped to customers during the recall period and are currently in the market place, is approximately \$0.8 million. Previously, on a Current Report on Form 8-K filed on April 2, 2009, the Registrant announced that it had recalled inshell pistachios purchased from Setton with an estimated retail value of approximately \$2.5 million. The potential financial impact of other aspects and consequences of the recall, including the cost of retrieval, return and disposal of the Registrant's products impacted by the recall, is unknown.

The press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

ITEM 9.01. Financial Statements and Exhibits

(c) Exhibits

The exhibits furnished herewith are listed in the Exhibit Index which follows the signature page of this Current Report on Form 8-K.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**JOHN B. SANFILIPPO & SON, INC.**

April 13, 2009

By: /s/ Michael J. Valentine  
Michael J. Valentine  
Chief Financial Officer and Group  
President

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**EXHIBIT INDEX**

Exhibits Description

99.1 Press Release dated April 8, 2009.

r> Common Stock 01/27/2013 A 3,067 A \$ 64.38 <sup>(1)</sup> 47,234 D Common Stock 01/27/2013 F 1,023 D \$ 64.38  
 46,211 D Common Stock 01/28/2013 F 1,475 D \$ 63.89 44,736 D Common Stock 01/28/2013 A 4,067 A \$ 63.89  
<sup>(2)</sup> 48,803 D Common Stock 01/28/2013 F 1,951 D \$ 63.89 46,852 D

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

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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. 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

**Reporting Owners**

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

MITCHELL JEFFREY S  
 2300 WINDY RIDGE PARKWAY  
 TENTH FLOOR  
 ATLANTA, GA 30339

Exec. VP--Americas Operations

## Signatures

/s/ Monica R. Logan, as Attorney-in-Fact for Jeffrey S.  
Mitchell

01/29/2013

\_\_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) These are performance based stock grants under the Company's stock incentive plan, which were granted on January 27, 2011 and vested on January 27, 2013.
  - (2) These are performance based stock grants under the Company's stock incentive plan, which were granted on January 28, 2010 and vested on January 28, 2013.

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.