

SANFILIPPO JOHN B & SON INC
Form 8-K
November 01, 2013

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): November 1, 2013 (October 30, 2013)

JOHN B. SANFILIPPO & SON, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction

0-19681
(Commission

36-2419677
(I.R.S. Employer

of incorporation)

File Number)

Identification Number)

1703 North Randall Road, Elgin, Illinois 60123-7820

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(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))

ITEM 5.07 Submission of Matters to a Vote of Security Holders.

(a) On October 30, 2013, John B. Sanfilippo & Son, Inc. (the Registrant) held the annual meeting of its stockholders.

(b) The final results of voting for each matter submitted to a vote of stockholders at the meeting are set forth below.

(i) The following directors were elected at the meeting and the voting for each director was as follows (with Common Stock and Class A Common Stock stockholders voting separately):

| Nominee | For | Withhold | Broker Non-Vote |
|--|------------|-----------------|------------------------|
| (Common Stock Directors and Voting Results) | | | |
| Governor Jim Edgar | 5,413,821 | 387,427 | 1,928,735 |
| Daniel M. Wright | 5,471,342 | 329,906 | 1,928,735 |
| Ellen C. Taaffe | 5,473,617 | 327,631 | 1,928,735 |
| (Class A Common Stock Directors and Voting Results) | | | |
| James J. Sanfilippo | 2,597,426 | 0 | 0 |
| Jasper B. Sanfilippo, Jr. | 2,597,426 | 0 | 0 |
| Jeffrey T. Sanfilippo | 2,597,426 | 0 | 0 |
| Mathias A. Valentine | 2,597,426 | 0 | 0 |
| Michael J. Valentine | 2,597,426 | 0 | 0 |
| Timothy R. Donovan | 2,597,426 | 0 | 0 |

(ii) The Audit Committee's appointment of PricewaterhouseCoopers LLP as the Registrant's independent registered public accounting firm for the 2014 fiscal year was ratified by the following vote (with Common Stock and Class A Common Stock stockholders voting together):

| | For | Against | Abstain | Broker Non-Vote |
|----------------------------|------------|----------------|----------------|------------------------|
| PricewaterhouseCoopers LLP | 33,607,607 | 88,288 | 8,348 | 0 |

(iii) The advisory vote to approve executive compensation was approved by the following vote (with Common Stock and Class A Common Stock stockholders voting together):

| | For | Against | Abstain | Broker Non-Vote |
|---|------------|----------------|----------------|------------------------|
| Advisory vote to approve executive compensation | 31,575,344 | 160,782 | 45,400 | 1,922,717 |

SIGNATURES

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.

(Registrant)

Date: November 1, 2013

By: /s/ Michael J. Valentine

Name: Michael J. Valentine

Chief Financial Officer, Group President and
Secretary