SANFILIPPO MARIAN

Form 4

March 19, 2007

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and a | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | | |
|---------------------|--|----------|---------------------------------------|--|---------|-------------|---|--------------------------------|-------------|-----------------------------------|
| | | | SANFILIPPO JOHN B & SON INC [JBSS] | | | | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of (Month/I | Day/Yea | | action | | Director Officer (gibelow) | | 10% Owner Other (specify w) |
| 1703 N RANDALL ROAD | | | 03/19/2007 | | | | | | | |
| (Street) | | | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Mo | nth/Day/ | (Year) | | | Applicable Line) Form filed by | | ing Person |
| ELGIN, IL | 60123 | | | | | | | _X_ Form filed b | y More than | One Reporting |
| (City) | (State) | (Zip) | Tab | le I - N | on-Deri | vative Secu | rities Acq | uired, Disposed | of, or Ben | eficially Owned |
| 1.Title of | 2. Transaction I | | | 3. T | | | • | 5. Amount of | 6. | 7. Nature of |

| | | 140 | ic 1 - 11011-1 | ociivative o | ccuiii | ics Acq | luir cu, Disposcu | oi, or belieffer | any Owned |
|--------------------------------------|--------------------------------------|---|--|---|--------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | of (D) | 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 Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (D) | Price | (Ilisti. 5 aliu 4) | | |
| Class A Common Stock | 03/19/2007 | | J <u>(1)</u> | 220,220 | A | \$ 0 (1) | 220,220 | I (2) | As Co-Trustee for her children |
| Class A Common Stock | | | | | | | 1,360,731 | I (2) | Held by Spouse |
| Class A Common Stock | | | | | | | 163,045 | I (2) | By Spouse as Trustee for their children |

Class A Common

24,500 D

Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transacti | 5. orNumber | 6. Date Exerc Expiration D | | 7. Title Amount | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---|--------------------------------------|-------------------------------|--------------------|---|-------------------------------|--------------------|-----------------------------------|-----------|------------------------|---|
| Security (Instr. 3) | or Exercise Price of Derivative Security | (2.15.11.1.2 dy), 1 cm) | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/e | | Underly Securitic (Instr. 3 | ing es | Security (Instr. 5) | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title N | Number | | |

Relationships

Reporting Owners

| Reporting Owner Name / Address | Keiationsinps | | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| SANFILIPPO MARIAN 1703 N RANDALL ROAD ELGIN, IL 60123 | | X | | | | | | |
| SANFILIPPO JASPER B 1703 N RANDALL ROAD ELGIN, IL 60123 | X | X | | | | | | |
| Signatures | | | | | | | | |
| /s/ Herbert J. Marros as Power of Attorney | of | 03/1 | 9/2007 | | | | | |
| **Signature of Reporting Person | | I | Date | | | | | |
| /s/ Herbert J. Marros as Power of Attorney | of | 03/1 | 9/2007 | | | | | |
| **Signature of Reporting Person | | I | Date | | | | | |
| | | | | | | | | |

Reporting Owners 2

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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) The Reporting Person became a Co-Trustee of several trusts benefiting her children.
- (2) This filing shall not be deemed an admission that the Reporting Person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of such shares. The Reporting Person disclaims beneficial ownership of any 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. 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.