SANFILIPPO JOHN B & SON INC

Form 4 October 31, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	Section 30(h) of	the Investmen	t Comp	eany Act of 1940	
[_]	Check box if no longer subj may continue. See Instructi		n 16.	Form 4 or Form 5	obligations
1.	Name and Address of Reporti	ng Person*			
Donov		Timothy		R	
(I		(First)		(Middle)	
	Cenneco Automotive, Inc. J. Field Drive				
		(Street)			
Lake	Forest	IL		60045	
(((State)		(Zip)	
John	B. Sanfilippo & Son, Inc.	(JBSS)			
2.	Issuer Name and Ticker or T	rading Symbol			
3.	IRS Identification Number of	f Reporting Po	erson,	if an Entity (Vo	luntary)
4.	Statement for Month/Day/Yea	ır			
Octob	per 30, 2002				
5.	If Amendment, Date of Origi	nal (Month/Da	y/Year	•)	
6.	Relationship of Reporting P (Check all applicable)	erson(s) to I	ssuer		
	<pre>[X] Director [] Officer (give title be</pre>	elow)		10% Owner Other (specify b	pelow)
7.	Individual or Joint/Group F	'iling (Check	applic	able line)	· · · · · · · · · · · · · · · · · · ·

[X] Form filed by one Reporting Person

Table I :		icially Owned			ed of,	==	
					========		
	2. Transaction	2A. Deemed	3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed of (D) (Instr. 3, 4 and 5)		
itle of Security					Amount	(A) or	Price
Instr. 3)	(mm/dd/yy)	(mm/dd/yy)	Code			(D)	
		==========	=======		=========	======	
If the Form is fi. 4(b)(v).	led by more tha	n one Reporti	ng Perso	on,	see Instructi	on	
eminder: Report on a sound direct.	separate line f ly or indirectl		of secur	ities	beneficially		
					(Ove	r)	

FORM 4 (continued)

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

1. Title of Derivative Security	Conversion or Exercise Price of Derivative Secur-	3. Trans- action Date (Month/ Day/	tion Date, if any (Month	Trans- action Code (Instr.	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) Date Expira- Exer- tion		7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of	
(Instr. 3)		Year)	-	Code V	(A) (D)	cisable		Title	Shares 5
Option to	\$7.80	10/30		A V	1,000	*	10/30	Common	1,000
Purchase Common Stock, \$.01 par value of Issuer**		2002					2012	Stock	
=======			======						

Explanation of Responses:

^{*}The options will become exercisable in equal installments of 250 shares on each of October 30, 2003, October 30, 2004, October 30, 2005 and October 30, 2006 if Reporting Person remains a director of the issuer as of such dates. The foregoing excerise installments are cumulative and may be exercised in whole or in part.

**Reflects options granted to the John B. Sanfilippo & Son, Inc. 1998 Equity Incentive Plan.

/S/Linda Crowley 10/31/02
------**Signature of Reporting Person Date

By: Linda Crowley, as attorney-in-fact for Timothy R. Donovan per Power of Attorney dated February 1, 2001, a copy on file with the SEC

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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