Timp Arthur L Form 4 February 03, 2005

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

OMB 3235-0287 Number:

5. Relationship of Reporting Person(s) to

D

\$ 26.5 0

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

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 may continue. 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

See Instruction

1. Name and Address of Reporting Person *

1(b).

Common

Stock

02/02/2005

(Print or Type Responses)

			Symbol						Issuer			
			SANFILIPPO JOHN B & SON INC [JBSS]				N INC	(Check all applicable)				
(Last)	(First) (Middle)	3. Date of Earliest Transaction					Director 10% Owner X_ Officer (give title Other (specify				
			(Month/Day/Year) 02/02/2005						below) below) Sr. VP of Corporate Operations			
	(Street) 4. If Amer				ndment, Date Original				6. Individual or Joint/Group Filing(Check			
·				nth/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
ELK GROVE VILLAGE, IL 60007									Person			
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				d of (D)	5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficially Owned Indirect (I) Ownersh (Instr. 4) Reported			
				Code	V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	02/02/2005			M		1,250	A	\$ 4.5	1,250	D		
Common Stock	02/02/2005			M		1,250	A	\$ 6.949	2,500	D		
Common Stock	02/02/2005			M		1,250	A	\$ 16.42	3,750	D		

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

S

3,750

D

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SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	5. Number some form 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy) (1)	\$ 4.5	02/02/2005		M		1,250	01/27/2004	01/27/2010	Common Stock	1,250
Incentive Stock Option (Right to Buy) (1)	\$ 6.949	02/02/2005		M		1,250	08/23/2004	08/23/2012	Common Stock	1,250
Incentive Stock Option (Right to Buy) (1)	\$ 16.42	02/02/2005		M		1,250	09/02/2004	09/02/2013	Common Stock	1,250

Reporting Owners

Reporting Owner Name / Address	Relationsnips						
•	Director	10% Owner	Officer	Other			
Timp Arthur L							
2299 BUSSE ROAD			Sr. VP of Corporate Operations				
ELK GROVE VILLAGE, IL 60007							

Reporting Owners 2

Signatures

/s/ Linda Crowley as Power of Attorney

02/03/2005

**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.

Remarks:

Exhibit 24 - Power of Attorney

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.

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