



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

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## **JBSS Anti-Hedging Policy**

### **Background and Purpose of the Policy**

The Board of Directors believes that certain hedging transactions could undermine the incentives created by stock compensation structures and stock ownership commitments of John B. Sanfilippo & Son, Inc. (the “**Company**”). Therefore, the purpose of this anti-hedging policy (this “**Policy**”) is to ensure the proper alignment of incentives for Covered Persons with the overall long-term well-being of the Company.

### **Scope of the Policy and Persons Covered**

- This Policy covers all directors, officers and employees of the Company (collectively, the “**Covered Persons**”) and their designees.
- This Policy applies to any and all hedging transactions in the Company’s securities.
- For purposes of this Policy, the Company’s securities include its common stock, Class A common stock, restricted stock units, options to purchase or sell its common stock, and any preferred stock, convertible and non-convertible debentures, warrants and other similar instruments, if ever in-existence or applicable, and exchange-traded options or other derivative securities related thereto, including derivatives relating to narrow-based indices that include the Company’s securities as a component (collectively, “**Company Securities**”).
- This Policy does not apply to the trading of financial securities which Covered Persons were not directly responsible for the sale or purchase of the securities, including mutual funds, index funds, and similar financial instruments.

### **Policy Prohibitions**

- This Policy prohibits a Covered Person or any of their designees from, directly or indirectly, entering into a hedging, derivative, offsetting, or other strategy or transaction designed to protect against any decrease in the value of a Company Security held, either directly or indirectly by the Covered Person, including by using short-sales, uncovered short-equivalent derivative positions, puts, calls or other types of financial instruments (including, but not limited to, prepaid variable forward contracts, equity swaps, collars, and exchange funds).
- For the avoidance of doubt, this Policy does not impact any pledges of Company’s Common Stock or Class A Common Stock. However, any Covered Persons are encouraged to contact the Chief Financial Officer or Treasurer regarding pledging of Company Securities before engaging in any such transaction.

**Contact Information**

If you have any questions about this Policy or whether any transaction qualifies as a hedging transaction, please contact the Chief Financial Officer.

Approved by the Board of Directors of the Company on October 30, 2019