B&G Foods, Inc. Form 5 February 14, 2017

FORM 5

#### **OMB APPROVAL**

**OMB** 

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

3235-0362 Number: January 31, Expires: 2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SHERRILL STEPHEN Symbol B&G Foods, Inc. [BGS] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) \_X\_ Director 10% Owner Officer (give title Other (specify 12/31/2016 below) below) C/O BRUCKMANN ROSSER SHERRILL & CO LLC, 126 EAST

56TH STREET, 29TH FLOOR

(State)

(Zip)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

### NEW YORK, NYÂ 10022

(City)

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

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1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transaction	(A) or Disposed of		Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned at end	Indirect (I)	Ownership	
							of Issuer's	(Instr. 4)	(Instr. 4)	
					(A)		Fiscal Year			
				(A)		(Instr. 3 and				
					or		4)			
				Amount	(D)	Price				
Common Stock	05/19/2016	Â	G	25,000	D	\$0	128,192	D	Â	
Common Stock	07/13/2016	Â	G	20,000	D	\$ 0	108,192	D	Â	

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

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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

**SEC 2270** (9-02)

#### Edgar Filing: B&G Foods, Inc. - Form 5

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

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## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SHERRILL STEPHEN

C/O BRUCKMANN ROSSER SHERRILL & CO LLC
126 EAST 56TH STREET, 29TH FLOOR

Relationships

Director 10% Owner Officer Other

 X Â Â

NEW YORK, NYÂ 10022

## **Signatures**

/s/ Scott E. Lerner as attorney-in-fact for Stephen C. Sherrill

02/14/2017

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Reporting Owners 2