

J&J SNACK FOODS CORP
Form 4
May 01, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
LODISH LEONARD M

(Last) (First) (Middle)

**THE WHARTON
SCHOOL-MARKETING
DEPARTMENT, 3620 LOCUST
WALK STE. 1400**

(Street)

PHILADELPHIA, PA 19104-6371

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
J&J SNACK FOODS CORP [JJSF]

3. Date of Earliest Transaction
(Month/Day/Year)
04/27/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, no par value | 04/27/2006 | | M | | 6,000 | A | \$ 6.125 |
| Common Stock, no par value | 04/27/2006 | | S | | 1,242 | D | \$ 33.78 |
| Common Stock, no par value | 04/28/2006 | | S | | 4,758 | D | \$ 33.61 |
| Common Stock, no par value | | | | | | | |

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| | | |
|----------------------------|-------------------|---|
| Common stock, no par value | 2,000 <u>(1)</u> | D |
| Deferred Stock Plan | 18,000 <u>(2)</u> | D |

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

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Option to Purchase | \$ 6.125 | 04/27/2006 | | M | 6,000 <u>(3)</u> | 05/01/1997 04/30/2006 | Common Stock, no par value | 6,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LODISH LEONARD M
THE WHARTON SCHOOL-MARKETING DEPARTMENT
3620 LOCUST WALK STE. 1400
PHILADELPHIA, PA 19104-6371

X

Signatures

Leonard Lodish 05/01/2006

**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) The Susan and Leonard Lodish Charitable Foundation

(2) Deferred Stock Plan

(3) Reflects a December 15, 2005 2-1 stock split which resulted in 3,000 additional shares and a reduction of the purchase price

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

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