

SMUCKER MARK T
Form 4
June 09, 2009

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 *
SMUCKER MARK T

2. Issuer Name and Ticker or Trading Symbol
SMUCKER J M CO [SJM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE STRAWBERRY LANE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/05/2009

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

ORRVILLE, OH 44667-0280

(City) (State) (Zip)

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

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		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)			
Common Shares	06/30/2008		G	V	5,000	A	\$ 0 73,195	D	
Common Shares	02/04/2009		G	V	500	A	\$ 0 73,695	D	
Common Shares	02/04/2009		G	V	500	A	\$ 0 2,467	I	By Wife ⁽¹⁾
Common Shares	02/04/2009		G	V	500	A	\$ 0 3,488.1173	I	By Son ⁽¹⁾
Common Shares	02/04/2009		G	V	500	A	\$ 0 1,884	I	By Daughter ⁽¹⁾

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Common Shares	06/05/2009	C	3,035	A	\$ 43.46	76,730	D	
Common Shares	06/05/2009	F	939 ⁽²⁾	D	\$ 43.46	75,791	D	
Common Shares						1,661.281	I	By 401(k)
Common Shares						980.2832	I	By Esop

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

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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 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)	8. Amount or Number of Shares
Deferred Shares	⁽³⁾	06/05/2009		C	3,035	06/05/2009 06/05/2009	Common Shares	3,035
Deferred Shares	⁽⁴⁾					06/12/2011 06/12/2011	Common Shares	3,265
Deferred Shares	\$ 0 ⁽³⁾					06/13/2010 06/13/2010	Common Shares	3,885
Option Common Shares	\$ 44.17					10/28/2005 10/27/2014	Common Shares	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			President	

SMUCKER MARK T
ONE STRAWBERRY LANE
ORRVILLE, OH 44667-0280

Signatures

/s/ M. Ann
Harlan, POA

06/08/2009

__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) I disclaim beneficial ownership of these shares.
 - (2) Smucker common shares withheld by the Company to satisfy tax liability upon the vesting of restricted common shares, pursuant to The J. M. Smucker Company 1998 Equity and Performance Incentive Plan.
 - (3) Deferred Shares issued under The J. M. Smucker Company 1998 Equity and Performance Incentive Plan are payable in Common Shares at a rate of 1-for-1 on the fourth anniversary of the date of grant.
- Restricted Stock Units issued under The J. M. Smucker Company 2006 Equity Compensation Plan are payable in common stock at a rate
- (4) of 1-for-1 on the fourth anniversary of the date of grant. The Plan also provides that restricted stock units will become unrestricted when a participant attains the age of 60 and the participant has at least 10 years of service with the Company.

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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