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SunOpta Inc Form 4 May 15, 20											
FORM	ЛЛ									PPROVA	L
	UNITED	STATES S		RITIES . shingtor				E COMMISSIO	N OMB Number:	3235-	0287
Check th if no lor subject to Section Form 4 Form 5 obligation may cor <i>See</i> Inst	nger 50 16. or Filed put Dns Section 176	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							Estimated burden hou response	Expires: January 31, 2005 Estimated average burden hours per response 0.5	
1(b).											
(Print or Type	Responses)										
1. Name and Amato Jerr	Address of Reporting y Steven	:	Symbol	er Name an ta Inc. [S		er or T	Frading	5. Relationship o Issuer			
(Last) 101 WARF STREET, A		(of Earliest 7 Day/Year) 2014	Fransact	tion		(Cho X_ Director Officer (giv below)		le) % Owner her (specify	
NEW YOR	(Street) RK, NY 10007			endment, E onth/Day/Yea		ginal		•	-	erson	
		(7 •)						Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Deriva	tive S	ecurities A	Acquired, Disposed	of, or Beneficia	lly Owned	1
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemec Execution E any (Month/Day	Date, if	3. Transactic Code (Instr. 8)	Dispo (Instr.	ired (4 osed o . 3, 4 :	A) or f (D) and 5) (A) or	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 Indirect Beneficia Ownershi (Instr. 4)	ıl
				Code V	Amot	unt ((D) Price				
Reminder: Re	port on a separate line	e for each clas	ss of sec	urities bene	Pe inf rec dis	erson forma quire	s who res ation con d to resp s a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquire (A) or Dispose (D) (Instr. 3 and 5)	d of					(Inst
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	05/13/2014		А	7,826		(2)	(3)	Common stock	7,826	\$

Reporting Owners

Reporting Owner Name / Addr	ess	Relationsh		
	Director	10% Owner	Officer	Other
Amato Jerry Steven 101 WARREN STREET APARTMENT 1020 NEW YORK, NY 10007	х			
Signatures				
Jerry Amato	05/15/2014			
<u>**</u> 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) Each restricted stock unit represents a contingent right to receive one share of STKL common stock
- (2) The restricted stock units vest in three equal annual installments beginning in May 13, 2015
- (3) There is no expiration date

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.