Janssen Vincent HAM Form 4 August 30, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

stock

(Print or Type Responses)

1. Name and A Janssen Vin	Address of Reporting I Icent HAM	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol Sara Lee Corp [SLE]	5. Relationship of Reporting Person(s) to Issuer			
(Last) C/O SARA INTERNAT	(First) LEE FIONAL, VLEUT	(Middle) ENSEVAART	3. Date of Earliest Transaction (Month/Day/Year) 08/26/2010	(Check all applicable) Director 10% OwnerX_ Officer (give Other (specify title below) below) Executive Vice President			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
3532 AD U	TRECHT, P7 000	0		Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		s 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)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) Or	6. 7. Nature of Gecurities Ownership Indirect Beneficially Form: Direct Beneficial Ownership Indirect (D) or Ownership Indirect (I) (Instr. 4) Geported (Instr. 4) Fransaction(s) Instr. 3 and 4)			
Common stock	08/26/2010		A $\frac{81,716}{(1)}$ A $\frac{\$}{14.64}$ 2	267,602 <u>(2)</u> D			
Common			1	6,915 (3) I By Spouse			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: Janssen Vincent HAM - Form 4

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.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
						Date	Expiration	Title N	ı Iumber		
						Exercisable	Date	01			
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Janssen Vincent HAM C/O SARA LEE INTERNATIONAL **VLEUTENSEVAART 100** 3532 AD UTRECHT, P7 0000

Executive Vice President

Signatures

/s/ Helen N. Kaminski for Vincent H.A.M. Janssen pursuant to power of attorney previously filed.

08/30/2010

**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).
- Consists of restricted stock units ("RSUs") that vest in full on August 31, 2013, subject to the reporting person's continued employment **(1)** with Sara Lee through that date.
- Includes 233,146 RSUs that may be settled only for shares of common stock. RSUs generally vest one to five years after the grant date (2) and, upon vesting, are convertible into shares of common stock on a one-for-one basis. RSUs vest either based on the reporting person's continued employment through the vesting period, or to the extent predetermined performance targets are achieved.
- (3) Consists of shares of common stock owned by the reporting person's spouse.

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.

Reporting Owners 2