

Miketa George  
Form 3/A  
March 28, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Miketa George		(Month/Day/Year)	SunOpta Inc. [STKL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		02/09/2018		02/14/2018
7301 OHMS LANE SUITE 600			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below) (specify below)	
			Chief Customer Officer	
EDINA,Â MNÂ 55439				
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of Shares			

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Restricted Stock Units	Â (1)	Â (2)	Common Shares	17,500 (3) \$ (4)	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (5)	11/28/2027	Common Shares	20,381 (3) \$ 7.7	D	Â
Incentive Stock Option (Right to Buy)	Â (5)	11/28/2027	Common Shares	12,987 (3) \$ 7.7	D	Â
Restricted Stock Units	Â (6)	Â (2)	Common Shares	14,653 (3) \$ (4)	D	Â
Performance Share Units	Â (7)	Â (2)	Common Shares	73,265 (3) \$ (8)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miketa George 7301 OHMS LANE SUITE 600 EDINA, MN 55439	Â	Â	Â Chief Customer Officer	Â

## Signatures

/s/ Jill Barnett,  
attorney-in-fact

03/28/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) On November 1, 2017, the reporting person was granted 17,500 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- (2) This award has no expiration date. Units will either vest or be forfeit.
- (3) These shares were omitted from the reporting person's original Form 3, and also were omitted from one Form 4 filed by the reporting person after his original Form 3 was filed.
- (4) Each Restricted Stock Unit represents a contingent right to receive one share of STKL common stock.
- (5) The grant cliff vests after 3 years on May 24, 2020.
- (6) On November 28, 2017, the reporting person was granted 14,653 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.  
The Performance Stock Units will vest, if at all, on May 24, 2020 based upon meeting the following stock performance conditions for 20 consecutive trading days: one-third of the Performance Stock Units eligible to vest upon achieving a stock price of \$11.00, one-third of the Performance Stock Units eligible to vest upon achieving a stock price of \$14.00, and one-third of the Performance Stock Units eligible to vest upon achieving a stock price of \$18.00.
- (7)
- (8) Each Performance Stock Unit represents a contingent right to receive one share of STKL common stock.

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### Remarks:

EXHIBIT LIST  
Exhibit 24 - Power of Attorney

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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.