

Garvey Mark A
Form 3
June 16, 2009

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 *
 Â Garvey Mark A
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 05/11/2009

3. Issuer Name and Ticker or Trading Symbol
 Sara Lee Corp [SLE]

4. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

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

C/O SARA LEE CORPORATION,Â 3500 LACEY ROAD
 (Street)

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

DOWNERS
 GROVE,Â ILÂ 60515
 (City) (State) (Zip)

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 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) |
|---------------------------------|---|--|---|
| common stock | 18,543 | D | Â |
| common stock | 121,791 ⁽¹⁾ | D | Â |
| common stock | 932 | I | By 401(k) plan |

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)

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| 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 | | | |
| employee stock option (right to buy) | Â (2) | 08/26/2009 | common stock | 4,646 | \$ 19.5 | D | Â |
| employee stock option (right to buy) | Â (2) | 08/30/2011 | common stock | 17,424 | \$ 18.83 | D | Â |
| employee stock option (right to buy) | Â (2) | 08/29/2012 | common stock | 3,486 | \$ 15.96 | D | Â |
| employee stock option (right to buy) | Â (2) | 04/27/2010 | common stock | 2,136 | \$ 19.8 | D | Â |
| employee stock option (right to buy) | Â (2) | 01/30/2013 | common stock | 2,556 | \$ 16.705 | D | Â |
| employee stock option (right to buy) | Â (2) | 04/27/2010 | common stock | 1,814 | \$ 18.345 | D | Â |
| employee stock option (right to buy) | Â (2) | 04/27/2010 | common stock | 3,835 | \$ 19.77 | D | Â |
| employee stock option (right to buy) | Â (2) | 08/29/2012 | common stock | 3,010 | \$ 19.77 | D | Â |
| employee stock option (right to buy) | Â (2) | 01/30/2013 | common stock | 866 | \$ 19.77 | D | Â |
| employee stock option (right to buy) | Â (2) | 08/29/2012 | common stock | 2,902 | \$ 20.9 | D | Â |
| employee stock option (right to buy) | Â (2) | 04/27/2010 | common stock | 2,993 | \$ 20.9 | D | Â |
| employee stock option (right to buy) | Â (2) | 01/30/2013 | common stock | 263 | \$ 20.9 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| Garvey Mark A C/O SARA LEE CORPORATION 3500 LACEY ROAD DOWNERS GROVE, IL 60515 | Â | Â | Â Interim CFO | Â |

Signatures

/s/ Helen N. Kaminski, pursuant to power of attorney filed
herewith.

06/16/2009

__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).

Consists of restricted stock units (RSUs) that may be settled only for shares of common stock. The RSUs will vest, subject to the reporting person's continued employment with Sara Lee through the vesting date, on the following schedule: 45,053 RSUs will vest on August 31, 2009; 33,354 RSUs will vest on August 31, 2010; and 43,384 RSUs will vest on August 31, 2011. Upon vesting, the RSUs will be converted into shares of common stock on a one-for-one basis.
- (1)
- (2) Option is vested and immediately exercisable as of the date of this filing. Employee stock options generally vest in three equal annual installments and expire ten years after the date of grant.

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.