#### **GRILLEA THOMAS JOHN**

Form 4

September 14, 2011

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

**OMB APPROVAL** 

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or

See Instruction

Check this box

Form 5 obligations may continue.

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)

(Last)

(City)

Stock

1(b).

1. Name and Address of Reporting Person \* **GRILLEA THOMAS JOHN** 

2. Issuer Name and Ticker or Trading

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Symbol

UNITED NATURAL FOODS INC

[UNFI]

3. Date of Earliest Transaction

(Month/Day/Year) 09/12/2011

C/O UNITED NATURAL FOODS. INC., 313 IRON HORSE WAY

(Middle)

(Zip)

(First)

(State)

(Street)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title Other (specify below)

Divisional President

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

I

Person

PROVIDENCE, RI 02908

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 5. Amount of 2. Transaction Date 2A. Deemed 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 2,802 D Stock Common See

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

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footnote (1)

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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. Transactic Code (Instr. 8)	5. Number proof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(2)	09/12/2011		A	6,840	(3)	(3)	Common Stock	6,840
Employee Stock Option (right to buy)	\$ 37.82 (4)	09/12/2011		A	5,130	<u>(5)</u>	09/12/2021	Common Stock	5,130

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

GRILLEA THOMAS JOHN C/O UNITED NATURAL FOODS, INC. 313 IRON HORSE WAY PROVIDENCE, RI 02908

**Divisional President** 

## **Signatures**

Lisa N'Chonon, Power-of-Attorney, in-fact

09/14/2011

\*\*Signature of Reporting Person

Fund as of September 13, 2011.

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).
- Includes 721 shares of common stock allocated to the reporting person under the United Natural Foods, Inc. Employee Stock Ownership (1) Plan and 56 shares of common stock allocated to the reporting person under the United Natural Foods, Inc. 401(k) Plan's UNFI Stock
- (2) Each restricted stock unit represents the right to receive one share of United Natural Foods, Inc. common stock upon vesting in accordance with the terms of the reporting person's restricted stock unit agreement.
- (3) The restricted stock units vest in four equal annual installments beginning on the first anniversary of the date of grant.
- (4) United Natural Foods, Inc.'s closing price on the NASDAQ National Market on September 12, 2011.

Reporting Owners 2

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(5) The stock options vest and becomes exercisable in four equal annual installments beginning on the first anniversary of the date of grant.
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