Edgar Filing: KROGER CO - Form 4/A

KROGER CO)											
Form 4/A												
February 19,												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								PPROVAL 3235-0287				
Check this box if no longer subject to Section 16. Form 4 or					NERSHIP OF	Expires: January 31, 2005 Estimated average burden hours per response 0.5						
Form 5 obligation may contri <i>See</i> Instruct 1(b).	Filed p s Section 1	7(a) of the		ility He	oldi	ng Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	response	0.5	
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <u>*</u> SHACKOULS BOBBY S			2. Issuer Name and Ticker or Trading Symbol KROGER CO [KR]					g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O THE KH VINE STRE	3. Date of Earliest Transaction (Month/Day/Year) 12/07/2015						X_Director10% Owner Officer (give titleOther (specify below)below)					
Filed(Mo				if Amendment, Date Original ed(Month/Day/Year) /11/2015					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
									Person			
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transa Code (Instr.	ection 8)	4. Securi nAcquirec Disposec (Instr. 3, Amount	ties l (A) c l of (D	r)	quired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	f, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-	
Common Stock	12/07/2015			G	V	7,000 (1)	D	\$ 0	33,746	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Reporting Owners

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationsh		
L O	Director	10% Owner	Officer	Other
SHACKOULS BOBBY S C/O THE KROGER CO., 1014 VINE STREET CINCINNATI, OH 45202	Х			
Signatures				
/s/ Bobby S. Shackouls, by Sta Attorney-in-Fact	02/19/2016			

**Signature of Reporting Person

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).
- The Form 4 filed by Mr. Shackouls on 12/11/2015 erroneously reflected a gift of 15,626 shares on 12/07/2015. The correct amount of the (1) gift was 7,000 shares.

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.

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Date