Edgar Filing: UNITED NATURAL FOODS INC - Form 4

UNITED NA Form 4 June 23, 200 FORM	ГЛ						NGE (COMMISSION		PPROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue. See Instruction 1(b).Statement of the Securities Exchange Act of 1934.See Instruction 1(b).30(h) of the Investment Company Act of 1940						Estimated a burden hou response	Number: January 31				
(Print or Type F	Responses)										
			2. Issuer Name and Ticker or Trading Symbol UNITED NATURAL FOODS INC [UNFI]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month.				nte of Earliest Transaction nth/Day/Year) 9/2008				Director 10% Owner X Officer (give title Other (specify below) below) VP Sustainable Development			
Filed(Mon				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DAYVILLE, CT 06241 Form filed by More than One Reporting Person											
(City)		(Zip)					ties Ac	quired, Disposed o		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		(Instr. 8)	Disposed	(A) o of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	06/19/2008			S	3,116	D	\$ 22	6,000 <u>(1)</u>	D		
Common Stock								2,715	I	See Footnote (2)	

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

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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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Unde Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DZIKI THOMAS A 260 LAKE ROAD DAYVILLE, CT 06241			VP Sustainable Development				
Signatures							
Lisa N'Chonon (Power of attorney in fact)	/,	06/23/2008					
**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).

Represents (i) 1,800 shares of restricted common stock vesting in two equal installments beginning on December 8, 2008, (ii) 2,700
(1) shares of restricted common stock vesting in three equal installments beginning on December 7, 2008 and (iii) 1,500 shares of common stock owned by Mr. Dziki.

Includes (i) 1,385 shares of common stock allocated to Mr. Dziki under the United Natural Foods, Inc. Employee Stock Ownership Plan as of June 20, 2008 and (ii) 1,330 shares of common stock allocated to Mr. Dziki under the United Natural Foods, Inc. 401(k) plan's

(2) as of June 20, 2008 and (n) 1,350 shares of common stock and called to Mr. DERK under the Omet Natural Pools, inc. 401(x) plans
 UNFI Stock Fund as of June 20, 2008. The price is based on the closing price of UNFI common stock on The Nasdaq National Market on June 20, 2008.

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.