

UNITED NATURAL FOODS INC  
Form 4  
December 08, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN 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 \*  
FUNK MICHAEL S

2. Issuer Name and Ticker or Trading Symbol  
UNITED NATURAL FOODS INC  
[UNFI]

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

(Last) (First) (Middle)  
313 IRON HORSE WAY  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/08/2008

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

PROVIDENCE, RI 02908  
(City) (State) (Zip)

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

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	12/08/2008		F			3,218	D (4)	\$ 17	59,909	D	
Common Stock	12/08/2008		F			1,609	D (4)	\$ 17.4	58,300	D	
Common Stock	09/16/2009		M			6,750	A	\$ 0	65,050	D	
Common Stock	09/16/2009		F			2,440	D (5)	\$ 24.11	62,610	D	
Common Stock									1,187	I	See footnote (3)



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satisfy certain tax withholding obligations in connection with the vesting of such shares.

On September 16, 2009, an aggregate of 6,750 shares of United Natural Foods, Inc. (the "Company") restricted stock units vested. On (5) September 16, 2009, the Company retained 2,440 shares to satisfy certain tax withholding obligations in connection with the vesting of such shares.

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