Edgar Filing: Shamber Mark - Form 4

Shamber Ma	ark										
Form 4	2010										
January 04, 2									OMB AF	PROVAL	
FORM	UNITED	STATES					ANGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may cont See Instr 1(b).	ger o 16. or Filed pu ons tinue. Section 17	Washington, D.C. 20549 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								January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type]	Responses)										
1. Name and Address of Reporting Person <u>*</u> Shamber Mark			2 issuer raune und riener or ridding					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 313 IRON HORSE WAY								Director 10% Owner X Officer (give title Other (specify below) below) SVP, Chief Financial Officer			
				Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)		(Zin)						Person			
1.Title of Security (Instr. 3)	(State) 2. Transaction Data (Month/Day/Year)		ed Date, if	3. Transactio Code (Instr. 8)	4. Securi	ties A sed of 4 and (A) or	cquired (A) (D) 5) Price	 hired, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 	or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	y Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/31/2009			S	2,000	D	\$ 26.9177 (2)	14,200	D		
Common Stock								3,469	Ι	See footnote (1)	

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno 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							
1 8	Director	10% Owner	Officer	Other				
Shamber Mark 313 IRON HORSE WAY PROVIDENCE, RI 02908			SVP, Chief Financial Officer					
Signatures								
Lisa N'Chonon, Power-of-Atto	rney,	0.4.40.4	10010					
in fact		01/04	/2010					
**Signature of Reporting Person		E	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 1,748 shares of common stock allocated to Mr. Shamber under the United Natural Foods, Inc. Employee Stock Ownership Plan
 (1) and 1,721 shares of common stock allocated to Mr. Shamber under the United Natural Foods, Inc. 401(k) Plan's UNFI Stock Fund as of January 4, 2010.

(2) The transaction price listed is a weighted average. Actual sale prices for these dispositions ranged from \$26.86 to \$26.95.

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.