

UNITED NATURAL FOODS INC
Form 4
December 21, 2007

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

OMB APPROVAL

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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 *
GLENN GARY ANDREW

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)
260 LAKE ROAD, PO BOX 999
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP of Information Technology

DAYVILLE, CT 06241

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/07/2007		F		378	D	①
Common Stock	12/10/2007		F		378	D	②
Common Stock	12/19/2007		M		3,750	A	\$ 18.655
Common Stock	12/19/2007		M		2,500	A	\$ 28.14
Common Stock	12/19/2007		M		1,000	A	\$ 25.37
							11,394
							13,894
							14,894

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Common Stock	12/19/2007	S	4,750	D	\$ 28.65	10,144	D	
Common Stock	12/19/2007	S	2,500	D	\$ 29	7,644	D	
Common Stock	12/19/2007	S	122	D	\$ 28.54	7,522	D	
Common Stock	12/19/2007	S	700	D	\$ 28.56	6,822	D	
Common Stock						2,596	I	See footnote (3)

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 28.14	12/19/2007		M	2,500	12/01/2004	12/01/2014	Common Stock	2,500
Employee Stock Option (right to buy)	\$ 25.37	12/19/2007		M	1,000	12/08/2007	12/08/2015	Common Stock	1,000
Employee Stock Option (right to buy)	\$ 18.655	12/19/2007		M	3,750	12/03/2007	12/03/2013	Common Stock	3,750

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GLENN GARY ANDREW 260 LAKE ROAD PO BOX 999 DAYVILLE, CT 06241			VP of Information Technology	

Signatures

Mark Shamber (Power of Attorney,
in fact) 12/21/2007

__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).
 - (1) On December 7, 2007, an aggregate of 1,200 shares of United Natural Foods, Inc. (the "Company") restricted common stock vested (from a restricted stock grant dated December 7, 2006). On December 7, 2007, the Company withheld 378 shares of such restricted common stock to satisfy certain tax withholding obligations of Mr. Glenn in connection with the vesting of such 1,200 shares.
 - (2) On December 8, 2007, an aggregate of 1,200 shares of the Company's restricted common stock vested (from a restricted stock grant dated December 8, 2005). On December 10, 2007, the Company withheld 378 shares of such restricted common stock to satisfy certain tax withholding obligations of Mr. Glenn in connection with the vesting of such 1,200 shares.
 - (3) Includes 2,596 shares of common stock allocated to Mr. Glenn under the United Natural Foods, Inc. Employee Stock Ownership Plan as of December 21, 2007.

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.