

GRILLEA THOMAS JOHN
Form 3
September 28, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GRILLEA THOMAS JOHN | | (Month/Day/Year) | UNITED NATURAL FOODS INC [UNFI] | |
| (Last) | (First) | (Middle) | 09/20/2010 | |
| 313 IRON HORSE WAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| PROVIDENCE, Â RI Â 02908 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Divisional President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 2,362 | D | Â |
| Common Stock | 463 | I | See footnote ⁽¹³⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|--|---|
|--|--|---|---|--|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|----------------------------|----------------------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | 09/01/2010 ⁽¹⁾ | 09/01/2016 | Common Stock | 750 | \$ 29.09 | D | Â |
| Employee Stock Option (right to buy) | 12/07/2010 ⁽²⁾ | 12/07/2016 | Common Stock | 1,000 | \$ 36.6 | D | Â |
| Employee Stock Option (right to buy) | 12/06/2011 ⁽³⁾ | 12/06/2017 | Common Stock | 750 | \$ 28.32 | D | Â |
| Restricted Stock Unit | 12/06/2011 ⁽⁴⁾ | 12/06/2011 ⁽⁴⁾ | Common Stock | 900 | \$ 0 | D | Â |
| Employee Stock Option (right to buy) | 09/16/2012 ⁽⁵⁾ | 09/16/2018 | Common Stock | 1,688 | \$ 24.54 | D | Â |
| Restricted Stock Unit | 09/16/2012 ⁽⁶⁾ | 09/16/2012 ⁽⁶⁾ | Common Stock | 1,350 | \$ 0 | D | Â |
| Employee Stock Option (right to buy) | 06/03/2013 ⁽⁷⁾ | 06/03/2019 | Common Stock | 3,000 | \$ 26.55 | D | Â |
| Restricted Stock Unit | 06/03/2013 ⁽⁸⁾ | 06/03/2013 ⁽⁸⁾ | Common Stock | 3,600 | \$ 0 | D | Â |
| Employee Stock Option (right to buy) | 09/11/2013 ⁽⁹⁾ | 09/11/2019 | Common Stock | 7,755 | \$ 24.3 | D | Â |
| Restricted Stock Unit | 09/11/2013 ⁽¹⁰⁾ | 09/11/2013 ⁽¹⁰⁾ | Common Stock | 7,677 | \$ 0 | D | Â |
| Employee Stock Option (right to buy) | 09/10/2014 ⁽¹¹⁾ | 09/10/2020 | Common Stock | 5,500 | \$ 33.9 | D | Â |
| Restricted Stock Unit | 09/10/2014 ⁽¹²⁾ | 09/10/2014 ⁽¹²⁾ | Common Stock | 7,340 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRILLEA THOMAS JOHN 313 IRON HORSE WAY PROVIDENCE, RI 02908 | Â | Â | Â Divisional President | Â |

Signatures

Lisa N'Chonon (Power of Attorney, in fact) 09/28/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The last of four equal annual installments of employee stock options vested on September 1, 2010. The exercise price is the closing price on the date of the grant, September 1, 2006.
- (2) Of the 1,000 employee stock options outstanding, 750 are vested as of December 7, 2009. The final 250 shares will vest on December 7, 2010. The exercise price is the closing price on the date of the grant, December 7, 2006.
- (3) The remaining employee stock options vest in two equal annual installments beginning on December 6, 2010. The exercise price is the closing price on the date of the grant, December 6, 2007.
- (4) The restricted stock units vest in two equal annual installments beginning on December 6, 2010.
- (5) Of the 1,688 employee stock options outstanding, 563 are vested as of September 16, 2010. The remaining 1,125 employee stock options will vest in two equal annual installments beginning on September 16, 2011. The exercise price is the closing price on the date of the grant, September 16, 2008.
- (6) The restricted stock units vest in two equal annual installments beginning on September 16, 2011.
- (7) The remaining employee stock options vest in three equal annual installments beginning on June 3, 2011. The exercise price is the closing price on the date of the grant, June 3, 2009.
- (8) The restricted stock units vest in three equal annual installments beginning on June 3, 2011.
- (9) Of the 7,755 employee stock options outstanding, 1,938 are vested as of September 11, 2010. The remaining 5,817 employee stock options will vest in three equal annual installments beginning on September 11, 2011. The exercise price is the closing price on the date of the grant, September 11, 2009.
- (10) The restricted stock units vest in three equal annual installments beginning on September 11, 2011.
- (11) The employee stock options vest in four equal annual installments beginning on September 10, 2011. The exercise price is the closing price on the date of the grant, September 10, 2010.
- (12) The restricted stock units vest in four equal annual installments beginning on September 10, 2011.
- (13) Represents 463 shares of common stock allocated to the reporting person under the United Natural Foods, Inc. Employee Stock Ownership Plan as of September 28, 2010.

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.