Edgar Filing: UNITED NATURAL FOODS INC - Form 4

UNITED NA Form 4 June 29, 2003	ATURAL FOODS INC									
FORM									PPROVAL	
	Washington, D.C. 20549							OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 or Form 5	er STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 5. SECURITIES							Expires: Estimated a burden hou response	rs per	
obligation may cont <i>See</i> Instru 1(b).	$\frac{18}{100}$ Section 17(a) of the section 17(b) of	e Public U	on 16(a) of the Securities Exchange Act of 1934, c Utility Holding Company Act of 1935 or Section e Investment Company Act of 1940							
(Print or Type R	Responses)									
1. Name and A TOWNSEN	Symbol					5. Relationship of Reporting Person(s) to Issuer				
		UNITE [UNFI]	UNITED NATURAL FOODS INC [UNFI]				(Check all applicable)			
(Last) C/O UNITE	(First) (Middle) D NATURAL FOODS	(Month/E	3. Date of Earliest Transaction (Month/Day/Year) 06/27/2005				X Director 10% Owner X Officer (give title Other (specify below) President, CEO, COB			
INC, 260 LA	AKE ROAD							, ,		
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
DAYVILLE	E, CT 06241						Form filed by M Person	fore than One Re	eporting	
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative S	Securiti	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. E (Month/Day/Year) Exect any (Mon		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	06/27/2005		А	25,000	А	\$ 0 (1)	88,638	D		
Common Stock							28,154	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)	3A. Deemed Execution Date, if any (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 Under 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 TOWNSEND STEVEN H C/O UNITED NATURAL FOODS INC 260 LAKE ROAD DAYVILLE, CT 06241		Relationships						
		Director	10% Owner	Officer	Other			
C/O UNITED NATURAL FO	DODS INC	Х		President, CEO, COB				
Signatures								
Steven H.	06/28/2005							

<u>**</u>Signature of Reporting Person

Townsend

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) Represents restricted stock acquired pursuant to the Company's 2004 Equity Incentive Plan which vests on the first anniversary of the date of grant.

Includes (i) 2,929 shares of common stock allocated to Mr. Townsend under the United Natural Foods, Inc. Employee Stock Ownership
 Plan as of December 31, 2004, (ii) 1,643 shares of common stock allocated to Mr. Townsend under the United Natural Foods, Inc. 401(k) plan's UNFI Stock Fund as of June 24, 2005 and (iii) 23,582 shares of common stock owned by Mr. Townsend's wife and children.

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.