

UNITED NATURAL FOODS INC
 Form 4
 December 14, 2012

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 *
 CIANCIOLO JOSEPH M

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)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/12/2012

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

C/O UNITED NATURAL FOODS, INC., 313 IRON HORSE WAY

(Street)

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

PROVIDENCE, RI 02908

(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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	12/12/2012		M			2,660	A	\$ 24.3	4,660	D	
Common Stock	12/12/2012		M			2,660	A	\$ 33.9	7,320	D	
Common Stock	12/12/2012		M			1,773	A	\$ 37.82	9,093	D	
Common Stock	12/12/2012		S			7,093	D	\$ 54.218	2,000	D	
								<u>(6)</u>			

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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 Acquired (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 Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Option (right to buy)	\$ 24.3	12/12/2012		M	2,660	<u>(3)</u> 09/11/2019 ⁽³⁾	Common Stock	2,660
Stock Option (right to buy)	\$ 33.9	12/12/2012		M	2,660	<u>(3)</u> 09/10/2020 ⁽³⁾	Common Stock	2,660
Stock Option (right to buy)	\$ 37.82	12/12/2012		M	1,773	<u>(3)</u> 09/12/2021 ⁽³⁾	Common Stock	1,773
Restricted Stock Unit	\$ 0 ⁽¹⁾	12/12/2012		D	1,064	<u>(2)</u> <u>(2)</u>	Common Stock	1,064
Restricted Stock Unit	\$ 0 ⁽¹⁾	12/12/2012		D	2,128	<u>(2)</u> <u>(2)</u>	Common Stock	2,128
Phantom Stock	\$ 0 ⁽⁴⁾	12/12/2012		A ⁽⁵⁾	3,192	<u>(4)</u> <u>(4)</u>	Common Stock	3,192

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CIANCIOLO JOSEPH M C/O UNITED NATURAL FOODS, INC. 313 IRON HORSE WAY	X			

