

UNITED NATURAL FOODS INC
 Form 3/A
 September 15, 2016

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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Green Paul Scott</p> <p>(Last) (First) (Middle)</p> <p>C/O UNITED NATURAL FOODS, INC., 313 IRON HORSE WAY</p> <p>(Street)</p> <p>PROVIDENCE, RI 02908</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/08/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UNITED NATURAL FOODS INC [UNFI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, Pacific Region</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>09/14/2016</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

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 | 2,652 | D | |
| Common Stock | 168 | I | See Footnote ⁽¹⁾ |

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

SEC 1473 (7-02)

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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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|------------|
| Employee Stock Option (right to buy) | Â (2) | 09/19/2024(2) | Common Stock | 3,790 | \$ 64.55 (3) | D | Â |
| Restricted Stock Unit (4) | Â (5) | Â (5) | Common Stock | 370 | \$ (6) | D | Â |
| Restricted Stock Unit (7) | Â (5) | Â (5) | Common Stock | 652 | \$ (6) | D | Â |
| Restricted Stock Unit (8) | Â (5) | Â (5) | Common Stock | 1,185 | \$ (6) | D | Â |
| Restricted Stock Unit (9) | Â (5) | Â (5) | Common Stock | 4,510 | \$ (6) | D | Â |
| Restricted Stock Unit (10) | Â (5) | Â (5) | Common Stock | 2,347 | \$ (6) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Green Paul Scott C/O UNITED NATURAL FOODS, INC. 313 IRON HORSE WAY PROVIDENCE, RI 02908 | Â | Â | Â President, Pacific Region | Â |

Signatures

Lisa N'Chonon, Power of Attorney,
in-fact 09/15/2016

**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) Includes 168 shares of common stock allocated to the reporting person under the United Natural Foods, Inc. 401(k) Plan's UNFI Stock Fund as of September 8, 2016.
- (2) The stock options vest and becomes exercisable in four equal annual installments beginning on the first anniversary of the date of grant and expire on the tenth anniversary of the date of grant.
- (3) United Natural Foods, Inc.'s closing price on the NASDAQ National Market on the date of grant.
- (4) Award Date: 9/19/2013
- (5) The restricted stock units vest in four equal annual installments beginning on the first anniversary of the date of grant.
- (6) Each restricted stock unit represents the right to receive one share of United Natural Foods, Inc. common stock upon vesting in accordance with the terms of the reporting person's restricted stock unit agreement.

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- (7) Award Date: 9/13/2012
- (8) Award Date: 9/16/2013
- (9) Award Date: 9/17/2015
- (10) Award Date: 9/19/2014

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Remarks:

Shares reported as directly owned in the Form 3 filed on September 14, 2016 were inadvertently

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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