

Jones Derek R
Form 4
May 19, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Jones Derek R

(Last) (First) (Middle)

C/O 850 - 76TH STREET SW

(Street)

GRAND RAPIDS, MI 49518

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SPARTAN STORES INC [SPTN]

3. Date of Earliest Transaction
(Month/Day/Year)
05/15/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Exec. VP Supply Chain

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock <u>(1)</u> | 05/15/2009 | | A | 9,300 | \$ 0 | 32,766 | D |
| Common Stock <u>(2)</u> | 05/18/2009 | | F | 389 | \$ 13.34 | 32,377 | D |
| Common Stock | | | | | | 244.96 | I By 401(k) Plan |

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

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SEC 1474 (9-02)

number.

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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 13.87 | 05/15/2009 | | A | 2,200 | 05/01/2010 05/15/2019 | Common Stock | 2,200 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 13.87 | 05/15/2009 | | A | 2,200 | 05/01/2011 05/15/2019 | Common Stock | 2,200 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 13.87 | 05/15/2009 | | A | 2,200 | 05/01/2012 05/15/2019 | Common Stock | 2,200 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 13.87 | 05/15/2009 | | A | 2,200 | 05/01/2013 05/15/2019 | Common Stock | 2,200 |
| Restricted Stock Unit ⁽⁴⁾ | ⁽⁴⁾ | 05/15/2009 | | A | 4,800 ⁽⁵⁾ | ⁽⁴⁾ ⁽⁴⁾ | Common Stock | 4,800 ⁽⁵⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jones Derek R C/O 850 - 76TH STREET SW GRAND RAPIDS, MI 49518 | | | Exec. VP Supply Chain | |

Signatures

/s/ Daniel C. Persinger, By Power of
Attorney

05/19/2009

__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) Reports the grant of shares of restricted stock under the Spartan Stores, Inc. Stock Incentive Plan of 2005 ("Plan"). These shares will vest at the rate of 20% each year beginning on May 1, 2010, and will be fully vested on May 1, 2014. Prior to vesting, these shares will remain subject to restrictions in accordance with the Plan and the terms of the grant.

(2) These shares were withheld by Spartan Stores, Inc. to satisfy tax withholding obligations incident upon the vesting of shares of restricted stock, the grant of which was previously reported.

(3) Reports the grant of options to purchase shares of stock under the Plan. The options will vest at the rate of 25% each year beginning on May 1, 2010, and will be fully vested on May 1, 2013. Prior to vesting, the options will remain subject to restrictions in accordance with the Plan and the terms of the grant.

(4) Represents the award of Restricted Stock Units ("RSUs") under the Plan. Each RSU represents the contingent right to receive one share of Spartan Stores, Inc. common stock. The conversion of these RSUs into common stock is contingent upon the Company's achievement of specified levels of the performance measure for the fiscal year ending March 27, 2010.

(5) Represents the target grant number. The actual number of shares that will be paid in respect of the RSU award may range from 0% to 200% of the target grant number depending upon the Company's achievement of specified levels of the performance measure of the fiscal year ending March 27, 2010.

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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