

UNITED NATURAL FOODS INC  
 Form 4  
 December 07, 2004

**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 \*  
 FUNK MICHAEL S

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)  
 12/03/2004

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

C/O UNITED NATURAL FOODS INC, 260 LAKE ROAD

(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

DAYVILLE, CT 06241

(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 Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	12/03/2004		M			8,770	\$ 11.4	8,770	D	
Common Stock	12/03/2004		M			15,730	\$ 11.4	24,500	D	
Common Stock	12/03/2004		S			4,500	\$ 28.75	20,000	D	
Common Stock	12/03/2004		S			12,500	\$ 28.9	7,500	D	
Common Stock	12/03/2004		S			2,500	\$ 28.92	5,000	D	

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Common Stock	12/03/2004	S	5,000	D	\$ 29	0	D
Common Stock	12/06/2004	M	13,000	A	\$ 11.4	13,000	D
Common Stock	12/06/2004	M	15,000	A	\$ 12.55	28,000	D
Common Stock	12/06/2004	S	6,500	D	\$ 28.25	21,500	D
Common Stock	12/06/2004	S	5,000	D	\$ 28.23	16,500	D
Common Stock	12/06/2004	S	3,000	D	\$ 28.22	13,500	D
Common Stock	12/06/2004	S	13,500	D	\$ 28.2	0	D

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.4	12/03/2004		M	8,770	12/03/2004	12/03/2011	Common Stock	8,770
Employee Stock Option (right to buy)	\$ 11.4	12/03/2004		M	15,730	12/03/2004	12/03/2011	Common Stock	15,730
	\$ 11.4	12/06/2004		M	13,000	12/03/2004	12/03/2011		13,000

Employee  
Stock  
Option  
(right to  
buy)

Common  
Stock

Employee  
Stock  
Option \$ 12.55 12/06/2004  
(right to  
buy)

M 15,000 12/03/2004 12/03/2012

Common  
Stock 15,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FUNK MICHAEL S C/O UNITED NATURAL FOODS INC 260 LAKE ROAD DAYVILLE, CT 06241	X			

## Signatures

Mark Shamber, power-of-attorney  
in fact 12/07/2004

\_\_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).

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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