SUPERVALU INC Form 425 May 02, 2006

Forging the Future of Grocery Retailing

Jeff Noddle, Chairman and CEO

Pamela Knous, EVP and Chief Financial Officer

Lehman Brothers 9th Annual Retail Seminar

May 2, 2006

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Pursuant to Rule 425 under the Securities Act of 1933

Subject Company: SUPERVALU INC., File #1-5418

Forward-Looking Statement

CAUTIONARY STATEMENTS RELEVANT TO FORWARD-LOOKING INFORMATION FOR THE PURPOSE OF SAFE HARBOR

PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

Except for the historical and factual information contained herein, the matters set forth in this presentation, including statements as to

the expected benefits of the acquisition such as efficiencies, cost savings, market profile and financial strength, and the competitive

ability and position of the combined company, and other statements identified by words such as estimates, expects, projects,

plans, and similar expressions are forward-looking statements within the meaning of the safe harbor provisions of the Private

Securities Litigation Reform Act of 1995. These forward-looking statements are subject to risks and uncertainties that may cause actual

results to differ materially, including required approvals by SUPERVALU and Albertsons stockholders and regulatory agencies, the

possibility that the anticipated benefits from the acquisition cannot be fully realized or may take longer to realize than expected, the

possibility that costs or difficulties related to the integration of Albertsons operations into SUPERVALU will be greater than expected, the

impact of competition and other risk factors relating to our industry as detailed from time to time in each of SUPERVALU s and Albertsons

reports filed with the SEC. You should not place undue reliance on these forward-looking statements, which speak only as of the date of

this presentation. Unless legally required, SUPERVALU undertakes no obligation to update publicly any forward-looking statements,

whether as a result of new information, future events or otherwise.

ADDITIONAL INFORMATION

SUPERVALU and Albertson s have filed a definitive joint proxy statement/prospectus with the Securities and Exchange Commission

(SEC). INVESTORS ARE URGED TO READ THE DEFINITIVE JOINT PROXY STATEMENT/PROSPECTUS BECAUSE IT WILL CONTAIN

IMPORTANT INFORMATION. You can obtain the definitive joint proxy statement/prospectus, as well as other filings containing information

about SUPERVALU and Albertsons, free of charge, at the website maintained by the SEC at www.sec.gov. Copies of the definitive joint

proxy statement/prospectus and the filings with the SEC that will be incorporated by reference in the definitive joint proxy

statement/prospectus can also be obtained, free of charge, by directing a request to SUPERVALU INC., 11840 Valley View Road, Eden

Prairie, Minnesota, 55344, Attention: Corporate Secretary, or to Albertson s, Inc., 250 East Parkcenter Boulevard, Boise, Idaho, 83706-

3940, Attention: Corporate Secretary.

The respective directors and executive officers of SUPERVALU and Albertsons and other persons may be deemed to be participants in the

solicitation of proxies in respect of the proposed transaction. Information regarding SUPERVALU s directors and

executive officers is

available in its proxy statement filed with the SEC by SUPERVALU on May 12, 2005, and information regarding Albertsons directors and

executive officers is available in its proxy statement filed with the SEC by Albertsons on May 6, 2005. Other information regarding the

participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is contained

in the definitive joint proxy statement/prospectus and other relevant materials to be filed with the SEC when they become available.

Investors should read the definitive joint proxy statement/prospectus carefully when it becomes available before making any voting or

investment decisions.

In the Home Stretch of Transaction

Final stages of acquisition moving as planned

Proxy finalized Friday, April 28th

Will provide combined company earnings guidance in mid-May

Annual meeting date set: May 30

Executive management team to be named soon

Closing expected by mid-June

Creating the New SUPERVALU

Unprecedented opportunity

Selected established, premier retail properties in major urban markets

Unparalleled service network

Coast-to-coast retail presence supported by industry-leading supply chain backbone

Focused on success

SUPERVALU has a proven track record of successful acquisition integrations

We intend to transform SUPERVALU into a national retail powerhouse that embraces changing demographics and keeps the needs of the customer central to our mission.

-- Jeff Noddle

Shaping SUPERVALU s Future

Responding to New Realities, Opportunities in the Grocery Retail Sector

Channel Blur - Everybody is selling food

Non-traditional retailers capitalizing on shifting shopping patterns and preferences

Industry ripe for rationalization

The stage is set for major consolidation events

Keeping the customer central to our mission

Customized, innovative and regionally-driven merchandising programs

Creating and maintaining success in a basis-point industry

Engraining basis-point awareness across business operations is vital

SUPERVALU is actively shaping its future and positioning itself to succeed in the grocery retailing industry

Serve diverse customer needs and wants Extreme Value Price Impact Traditional/Full Service Natural/Organic High-end Gourmet Fuel and Convenience Scale and Diversity of Retail Formats Leverage world-class supply chain capabilities and buying power Develop unique scalable

Strong Supply Chain Backbone

Robust technology platforms: SVHarbor, T²

competitive advantages

Creating Sustainable Success

Strong local management

and more

Customized and innovative local merchandising

Commitment to superior shopping experience in competitive atmosphere

Empowered People

Successfully competing requires a multi-faceted approach to achieve sustainable grocery retail success

Once-in-a-lifetime Opportunity

Immediate leading positions in major urban markets and premier locations

Acquired brands are household names

Acme Markets - Philadelphia

Bristol Farms- California

Jewel - Chicago

Shaw s and Star Markets Boston/New England

569 Albertsons stores in Idaho, Southern California, Nevada, Utah and Northwestern U.S.

In-store pharmacies: Osco Drug and Sav-on

Taking the No. 3 spot in the Grocery Industry *By Revenue*

A National Retail Powerhouse Fueled

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by Industry-Leading Supply Chain Support

2,505 stores in premier

locations across U.S.
Store Network
878 locations create 8 th largest pharmacy provider
in U.S.
In-store Pharmacies
107
Fuel Centers
80% Retail
Mix
\$44 billion
Revenue

Las Vegas

1 Market Share

Southern Cal.

1 in Orange County and # 2 in

San Diego

Market Share Mpls. / St. Paul # 1 Market Share **Boston / New England** # 2 Market Share Philadelphia # 1 Market Share St. Louis # 2 Market Share Washington D.C. / Baltimore #3 Market Share **Leading Positions in Large and Growing Markets Boise** # 1 Market Share Virginia Beach / Norfolk # 2 Market Share Los Angeles #3 Market Share 10

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73% of Retail Revenues from # Market Positions	1 or #2
Safeway, Kroger	
San Diego, Ventura, CA	
Kroger, Wal-Mart	
Salt Lake City/Ogden, UT	
Kroger	
#1	
Las Vegas, NV	
#3	
#3	
#3	
#2	
#2	
#2	
#2	
#2	
#2	
#1	
#1	
#1	
#1	
#1	
#1	
#1	

Share Rank

· ·	⊏uyai	ГШП
Sun Mart		
Fargo, ND		
Banner		
Giant, Safeway		
Washington, D.C./ Baltimore, MD)	
Safeway, Rosauers		
Spokane, WA		
Stop & Shop, Demoulas		
Boston, MA-NH		
Kroger, Meijer		
Cincinnati, OH		
Dominick s		
Chicago, IL		
Wal-Mart		
Billings, MT and Boise, ID		
Stater Bros., Kroger		
Riverside-San Bern., CA		
Kroger		
Orange County, CA		
Safeway, Qual. Food Cent. / Fred	Meye	r
Seattle-Bellevue-Everett / Tacoma	ı, WA	
Schnuck s, Dierberg s		
St. Louis, MO		
Kroger, Safeway		
Los Angeles-Long Beach, CA		
Food Lion, Wal-Mart		

Norfolk/Virginia Beach, VA
Kroger
Rainbow
Genuardi
Largest Competitor(s)
Fort Wayne, IN
Minneapolis St. Paul, MN
Philadelphia, PA-NJ
MSA Markets
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Everyone s Favorite Question: What About Wal-Mart

States	with	the
most V	Val-N	Aart
stores		

Texas 415

Florida 224

California 194

Illinois 158

Ohio 151

Pennsylvania 139

Georgia 137

Missouri 132

North Carolina 130

Tennessee 119

Source: http://www.walmartfacts.com, 2/1/06

High Share States

Low Share States

Total U.S. - All Outlets 52 w/e 12/25/04 - Wal-Mart banners only

Med Share States

Expansion States

Stacking up against Wal-Mart
Not Significant
Not Significant
WMT
2.2%
1.8%
WMT
23.3%
20.9%
Acme
Philadelphia
1.1%
0.7%
WMT
12.2%
12.3%
Albertsons
Los Angeles
WMT
Albertsons
Jewel
WMT
Shop n Save
WMT
Farm Fresh
Chain

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Trend	
2005	
2003	
Market	
18.1%	
25.8%	
36.6%	
10.8%	
20.9%	
22.6%	
19.1%	
27.6%	
Las Vegas	
21.1%	
St. Louis	
18.4%	
23.4%	
43.9%	
11.9%	
21.8%	
Chicago	
Va. Beach	
Market Share	
Source: Trade Dimensions: 2003	and 2005 Market Scope

Pamela Knous

Executive Vice President and Chief Financial Officer

Creating a New SUPERVALU

The Financial Power of the New SUPERVALU is Compelling

Immediately double-digit accretive after financing costs and additional share issuance excluding one-time transaction costs

Mix of retail increases dramatically and powers business model

Strong cash flow to support growth and reduce debt

The New SUPERVALU: A Solid Platform for Growth

Will Provide Combined F07 Guidance in Mid-May

A Transformed Business Model (\$ Billions)
\$20
\$44
47%
53%
20%
80%
\$0.9
\$2.7
33%
67%
11%
89%
Sales
EBITDA
SVU figures represent F06 actuals, ABS figures represent management estimates
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Investing in our Future

Sufficient Capital Dollars to Grow and Support Store Network

\$34 B Retail

Sales

Kroger

Safeway^A

New

SUPERVALU

3.98%

2.78%

(Retail only)

2.9%

Fiscal 2007 Projected Retail CapEx

as % of Projected Retail Sales*

Committed to new stores/remodels

Combined capital spending for retail approx. \$1 billion

Retail capital budget as % of \$34 B of retail revenues is 2.9%

^{*}Based on First Call data and company data

A Safeway s figures represent cash cap ex as % of sales

Investing in the Store Fleet in FY 2007

Goal: 80% of Stores New or Newly Remodeled in Last 7 Years

6 new stores, 18 remodels

5 new stores, 14 remodels

6 new stores, 13 remodels

5 new stores, 3 remodels

4 new stores, 2 remodels

2 new stores, 11 remodels

2 new stores, 7 remodels

50-75 new stores, 250 licensee remodels

5 new stores

Financial Summary

Financial Discipline Embedded In Our Culture

Maintain Dividend Policy

Commitment To Return to Investment Grade

Creating a Grocery Retail Powerhouse

Anticipated Synergies Breakdown

Expect Synergies to be Realized by the End of the Third Full Year

\$150 - \$175 million

Total Pretax Synergies

\$25 - \$30 million

Supply Chain Optimization

\$50 - \$60 million

Corporate Synergies

\$75 - \$85 million

Retail Leverage and Efficiencies

Unlock the Value in the Combined Enterprise

Strong banner-level leadership at Alberstons

Planned and thoughtful transition effort underway

Bringing two powerful organizations together

Preserving local focus and customer experience is a strategic key

Rich set of competencies to leverage the new enterprise

No. 3 grocery retailer in the nation

The industry s best regional nameplates

A broad-based future growth potential

The right formula for sustainable grocery retail success

The best place to work in the industry

The best place to invest in the sector

Forging the Future of Grocery Retailing

Unlocking the Value in the New SUPERVALU

THE NEW

Northwestern / Intermountain

Southern California