

Weidenheimer James William
 Form 4
 April 30, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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 *
 Weidenheimer James William

(Last) (First) (Middle)
 11840 VALLEY VIEW ROAD
 (Street)

EDEN PRAIRIE, MN 55344

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 SUPERVALU INC [SVU]

3. Date of Earliest Transaction
 (Month/Day/Year)
 04/26/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)
 EVP Corp Dev&Chief Innv Off

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ 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)
			Code	V Amount (A) or (D) Price			
Common Stock	04/27/2018		M	4,806 (1) A (2)	6,838 (1)	D	
Common Stock	04/27/2018		F(3)	1,464 D \$ 17.03	5,374	D	
Common Stock	04/28/2018		M	3,016 (1) A (2)	8,390	D	
Common Stock	04/28/2018		F(3)	924 D \$ 17.03	7,466	D	

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

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SEC 1474
(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)	Amount or Number of Shares
					V	(A)	(D)			
Performance Shares	\$ 0 ⁽⁴⁾	04/26/2018		A		25,257	⁽⁵⁾	⁽⁵⁾	Common Stock	25,257
Restricted Stock Units	\$ 0 ⁽⁴⁾	04/27/2018		M		4,806 ₍₁₎	⁽⁶⁾	⁽⁶⁾	Common Stock	4,806 ₍₁₎
Restricted Stock Units	\$ 0 ⁽⁴⁾	04/28/2018		M		3,016 ₍₁₎	⁽⁶⁾	⁽⁶⁾	Common Stock	3,016 ₍₁₎

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weidenheimer James William 11840 VALLEY VIEW ROAD EDEN PRAIRIE, MN 55344			EVP Corp Dev&Chief Innv Off	

Signatures

By: Amy M. Jensen, Attorney in Fact For: James Weidenheimer 04/30/2018

__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) This number reflects a 1 for 7 reverse split of the Company's common stock on August 1, 2017.
- (2) Shares of SUPERVALU common stock acquired upon the vesting and conversion of an equal number of restricted stock units.
- (3) Shares withheld upon vesting to satisfy tax withholding obligations.
- (4) Each stock unit represents a contingent right to receive one share of SUPERVALU common stock.
- (5) The units will be converted into shares of SUPERVALU common stock on the fourth anniversary of the grant date if and to the extent SUPERVALU achieves certain stock price performance levels.

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- (6) The units will be converted into shares of SUPERVALU common stock pro rata on the first three anniversaries of the respective grant dates.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.