
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K**

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 23, 2017

***SUPERVALU*[®]
SUPERVALU INC.**

(Exact name of registrant as specified in its charter)

Delaware	1-5418	41-0617000
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
11840 Valley View Road Eden Prairie, Minnesota		55344
(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code: (952) 828-4000

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.01. Completion of Acquisition or Disposition of Assets.

On June 23, 2017, SUPERVALU INC. (“*Supervalu*”) completed the acquisition of Unified Grocers, Inc. (“*Unified*”), pursuant to the terms of the previously announced Agreement and Plan of Merger dated April 10, 2017 (the “*Merger Agreement*”) by and among Supervalu, West Acquisition Corporation, a wholly owned subsidiary of Supervalu (“*Merger Sub*”), and Unified. Supervalu acquired Unified in a transaction valued at \$390 million, comprised of \$114 million in cash for 100% of the outstanding stock of Unified plus the assumption and payoff of Unified’s net debt of \$276 million at closing.

At the closing of the transaction, Merger Sub merged with and into Unified. As a result of the transaction, Unified became a wholly owned subsidiary of Supervalu and the shares of Unified were converted into the right to receive from Supervalu \$114 million in cash in the aggregate.

The foregoing description of the Merger Agreement does not purport to be complete, and is qualified in its entirety by reference to the full text of the Merger Agreement, which was filed as Exhibit 2.1 to the Form 8-K filed by Supervalu with the Securities and Exchange Commission on April 11, 2017.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 23, 2017, Bruce H. Besanko gave notice of intention to resign from his positions as Executive Vice President, Chief Operating Officer and Chief Financial Officer of SUPERVALU INC. effective July 5, 2017 to pursue an opportunity outside Supervalu. Supervalu announced the appointment of Rob N. Woseth as Interim Chief Financial Officer and David W. Johnson as Interim Chief Accounting Officer, effective July 6, 2017, while Supervalu completes a search for a permanent chief financial officer. Supervalu does not currently intend to fill the position of chief operating officer.

Mr. Woseth, age 46, is Executive Vice President, Chief Strategy Officer, of Supervalu, a position he has held since March 2013 and that he will retain while he serves as Interim Chief Financial Officer. Prior to joining Supervalu, Mr. Woseth served as Vice President Business Development and Strategy at Albertson's LLC from 2006-2013.

Mr. Johnson, age 46, is Vice President, Controller of Supervalu, a position he has held since April 2013 and that he will retain while he serves as Interim Chief Accounting Officer. Mr. Johnson previously served as Senior Director, Assistant Controller, from 2011-2012 and Vice President, Assistant Controller from 2012 to April 2013.

On June 26, 2017, Supervalu issued a press release announcing Mr. Besanko’s intention to resign, which is filed herewith as Exhibit 99.2.

Item 8.01. Other Events.

On June 23, 2017, Supervalu issued a press release announcing the completion of the acquisition, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired.

In accordance with Item 9.01(a)(4), the financial statements required by Item 9.01(a) of Form 8-K will be filed by amendment to this Current Report on Form 8-K no later than September 8, 2017, the last business day within 71 calendar days after the required filing date for the relevant items of this Current Report on Form 8-K.

(b) Pro Forma Financial Information.

Pursuant to Item 9.01(b)(2), the pro forma financial information required by Item 9.01(b) of Form 8-K will be filed by amendment to this Current Report on Form 8-K no later than September 8, 2017, the last business day within 71 calendar days after the required filing date for the relevant items of this Current Report on Form 8-K.

(c) Not applicable.

(d) *Exhibits.*

Exhibit Number	Description
99.1	Press Release of SUPERVALU INC., dated June 23, 2017.
99.2	Press Release of SUPERVALU INC., dated June 26, 2017.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 26, 2017

SUPERVALU INC.

By: /s/ Karla C. Robertson

Karla C. Robertson
Executive Vice President, General Counsel and Corporate
Secretary
(Authorized Officer of Registrant)

EXHIBIT INDEX

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99.1	Press Release of SUPERVALU INC., dated June 23, 2017.
99.2	Press Release of SUPERVALU INC., dated June 26, 2017.

SUPERVALU Completes Acquisition of Unified Grocers

MINNEAPOLIS, Minn.--(BUSINESS WIRE) -- June 23, 2017 -- SUPERVALU INC. (NYSE: SVU) today announced it has completed the previously announced acquisition of Unified Grocers, Inc. in a transaction valued at \$390 million, comprised of \$114 million in cash to Unified Grocers' shareholders for 100 percent of the outstanding stock of Unified Grocers plus the assumption and pay-off at closing of Unified Grocers' net debt of approximately \$276 million.

"The completion of this transaction is a significant step forward for SUPERVALU and the growth of our wholesale business," said Mark Gross, SUPERVALU's President and Chief Executive Officer. "Our teams are fully engaged in the important work of integrating these two great organizations with a continued focus on delivering for our customers and stockholders. We're excited about working with the many talented associates to supply and serve our expanded and highly diverse customer base."

About SUPERVALU INC.

(The following information on sales, store counts and employees is as of SUPERVALU's last fiscal year end and does not include Unified Grocers)

SUPERVALU INC. is one of the largest grocery wholesalers and retailers in the U.S. with annual sales of approximately \$12 billion in fiscal 2017. SUPERVALU serves customers across the United States through a network of 2,363 stores including 1,902 stores operated by wholesale customers serviced primarily by the Company's food distribution business and 217 traditional retail grocery stores operated under five retail banners in six geographic regions (store counts as of February 25, 2017). Headquartered in Minnesota, SUPERVALU has approximately 29,000 employees.

Founded in 1922, Unified Grocers is a wholesale grocery distributor that supplies independent retailers throughout the western United States. Unified and its subsidiaries offer independent retailers all the resources they need to compete in the supermarket industry.

For more information about SUPERVALU visit www.supervalu.com.

INVESTOR CONTACT:

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MEDIA CONTACT:

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SUPERVALU Announces the Resignation of CFO Bruce Besanko

MINNEAPOLIS, Minn.--(BUSINESS WIRE) -- June 26, 2017 -- SUPERVALU INC. (NYSE: SVU) today announced that Bruce Besanko has informed the Company's Board of Directors of his intention to resign his positions as Executive Vice President, Chief Operating Officer and Chief Financial Officer effective July 5, 2017 to pursue an opportunity outside the Company.

SUPERVALU also announced that Rob Woseth, the Company's Executive Vice President, Chief Strategy Officer, will assume the additional position of Interim Chief Financial Officer, and David Johnson, the Company's Vice President, Controller, will assume the additional position of Interim Chief Accounting Officer, while the Company completes a search for a permanent chief financial officer.

"On behalf of SUPERVALU, I want to thank Bruce for his service over the past four years. Bruce made numerous contributions to this organization, including improvements to the Company's capital structure that have laid the groundwork for our transformation. We wish Bruce well in his future endeavors," said Mark Gross, President and Chief Executive Officer. "Rob and David are important leaders at the Company, and I am very pleased that they will assume these interim roles."

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