

SPARTAN STORES INC
Form 4
May 20, 2008

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 *
MORGANTHALL FREDERICK J II

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O 850 - 76TH STREET SW

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2008

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

GRAND RAPIDS, MI 49518

(City) (State) (Zip)

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

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 ⁽¹⁾ | 05/16/2008 | | A | 1,800 A \$ 0 | 4,751 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|

| | | | | | | | | |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|
| Stock Option (Right to Buy) | \$ 22.69 | 05/16/2008 | | A | 1,200 | 05/01/2009 05/16/2018 | Common Stock | 1,200 |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|

| | | | | | | | | |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|
| Stock Option (Right to Buy) | \$ 22.69 | 05/16/2008 | | A | 1,200 | 05/01/2010 05/16/2018 | Common Stock | 1,200 |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|

| | | | | | | | | |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|
| Stock Option (Right to Buy) | \$ 22.69 | 05/16/2008 | | A | 1,200 | 05/01/2011 05/16/2018 | Common Stock | 1,200 |
|-----------------------------|----------|------------|--|---|-------|-----------------------|--------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MORGANTHALL FREDERICK J II C/O 850 - 76TH STREET SW GRAND RAPIDS, MI 49518 | X | | | |

Signatures

/s/ Daniel C. Persinger, by power of attorney 05/20/2008

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).

This Form 4 reflects the grant of 1,800 shares of restricted stock under the Spartan Stores, Inc. Stock Incentive Plan of 2005 ("Plan").

(1) These shares will vest at the rate of one-third per year beginning on May 1, 2009 and will be fully vested on May 1, 2011. Prior to vesting, these shares remain subject to restrictions in accordance with the Plan and the terms of the grant.

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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