Edgar Filing: KROGER CO - Form 4

Form 4 December 17, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB 3235-0287 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 Expires: January 31 2005 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 17(a) of the Public Utility Holding Company Act of 1940 State Average burden hours per response
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 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 MB Number: Expires: 3235-0287 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 Stimated Securities Section 1940
CORNU 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549OMB Number:3235-0287Check 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 SECURITIESOMB Number: Image: January 31 2005Filed 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 1940OMB Number: Image: January 31 2005
Washington, D.C. 20549Number:3235-0281Check 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 SECURITIESStanuary 31 2005Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1940Stanuary 31 2005See Instruction 1(b).30(h) of the Investment Company Act of 1940Stanuary 31 2005
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Statement of the securities Subject to Section 16. Source Securities Form 4 or Section 16. Form 5 State of the securities obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1940
Section 16.SECURITIESDurden hours per response0.5Form 4 orFiled 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 19400.5
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obligations may continue.Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).
<i>See</i> Instruction 30(h) of the Investment Company Act of 1935 of Section 17(a) of the Public Official Company Act of 1940 1(b).
1(b).
(Print or Type Responses)
1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to
MOORE CLYDE R Symbol Issuer
KROGER CO [KR] (Check all applicable)
(Last) (First) (Middle) 3. Date of Earliest Transaction
(Month/Day/Year) 10% Owner
C/O THE KROGER CO.,, 1014 12/13/2007 VINE STREET Delaw Officer (give title Other (specify below)
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person
CINCINNATI OH 45202 — Form filed by More than One Reporting
Person
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
1.Title of2. Transaction Date2A. Deemed3.4. Securities5. Amount of6. Ownership7. Nature of
Security(Month/Day/Year)Execution Date, ifTransactionAcquired (A) orSecuritiesForm: DirectIndirect(Instr. 3)anyCodeDisposed of (D)Beneficially(D) orBeneficial
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership
Following (Instr. 4) (Instr. 4)
(A) Reported Transaction(s)
or (Instr. 3 and 4)
Common 2 500
Common 12/13/2007 A $2,500$ A \$ 0 29,000 D Stock (1) A \$ 0 29,000 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.

 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. Transactiv Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration E (Month/Day	Date	7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Non-Qualified Stock Option	\$ 26.21	12/13/2007		А	5,000	(2)	12/13/2017	Common Stock	5,00

Reporting Owners

Reporting Owner Name / Address		Relationsh		
I O	Director	10% Owner	Officer	Other
MOORE CLYDE R C/O THE KROGER CO., 1014 VINE STREET CINCINNATI, OH 45202	Х			
Signatures				
/s/ Clyde R. Moore, by Bruce M Attorney-in-Fact			12/17/2007	
**Signature of Reportin	g 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) Restricted stock awarded pursuant to a long-term incentive plan of The Kroger Co. The restrictions lapse as to 50% one year from the date of the award, and as to 50% two years from the date of the award.
- (2) These options were granted under a long-term incentive plan of The Kroger Co. and vest in equal annual installments in whole amounts over a five-year period, at the rate of 20% per year commencing one year from the date 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. 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.