

SUPERVALU INC  
Form 8-K/A  
September 08, 2017

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

(Amendment No. 1)

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 INC.

(Exact name of registrant as specified in its charter)

Delaware 1-5418 41-0617000

(State or other jurisdiction (Commission (IRS Employer  
of incorporation) File Number) Identification No.)

11840 Valley View Road 55344  
Eden Prairie, Minnesota  
(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.

EXPLANATORY NOTE

On June 26, 2017, SUPERVALU INC. (“Supervalu”) filed a Current Report on Form 8-K with the Securities and Exchange Commission (the “Initial 8-K”) reporting Supervalu’s acquisition of Unified Grocers, Inc. (“Unified”). Supervalu is filing this Amendment No. 1 (this “Amendment No. 1”) to include financial statements of Unified required by Item 9.01(a) of Form 8-K and the pro forma financial information required by Item 9.01(b) of Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

The unaudited interim condensed consolidated financial statements of Unified as of April 1, 2017 and October 1, 2016 and for the twenty-six weeks ended April 1, 2017 and April 2, 2016, respectively, are filed as Exhibit 99.1 to this Amendment No. 1 and incorporated herein by reference. The audited consolidated financial statements of Unified as of and for the fiscal year ended October 1, 2016 are filed as Exhibit 99.2 to this Amendment No. 1 and incorporated herein by reference.

(b) Pro Forma Financial Information.

The unaudited pro forma condensed combined financial statements, which include the unaudited pro forma condensed combined balance sheet as of February 25, 2017, and the unaudited pro forma condensed combined statements of operations for the fiscal year ended February 25, 2017, and the notes to such unaudited pro forma condensed combined financial statements, all giving effect to the acquisition of Unified, are attached as Exhibit 99.3 to this Amendment No. 1 and incorporated herein by reference.

(d) Exhibits.

Exhibit Number	Description
23.1	<u>Consent of Moss Adams LLP, Independent Auditors of Unified Grocers, Inc.</u>
99.1	<u>Unaudited condensed consolidated financial statements of Unified Grocers, Inc. as of April 1, 2017 and October 1, 2016 and for the twenty-six weeks ended April 1, 2017 and April 2, 2016</u>
99.2	<u>Audited consolidated financial statements of Unified Grocers, Inc. as of and for the year ended October 1, 2016</u>
99.3	<u>Unaudited pro forma condensed combined financial statements as of and for the fiscal year ended February 25, 2017</u>

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: September 8, 2017

SUPERVALU INC.

By: /s/ Rob N. Woseth

Rob N. Woseth  
Executive Vice  
President, Chief  
Strategy Officer and  
Interim Chief Financial  
Officer  
(Authorized Officer of  
Registrant)

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