

RITE AID CORP
Form 4
October 09, 2007

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 *
Jean Coutu Group (PJC) Inc.

(Last) (First) (Middle)

530, RUE
BERIAULT, LONGUEUIL,
QUEBEC J4G 1S8

(Street)

CANADA

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RITE AID CORP [RAD]

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$1.00 per share | 10/05/2007 | | P | | 45,200 | A | \$ 4.54 |
| | | | | | 250,045,200 | D | (1) |
| Common Stock, par value \$1.00 per share | 10/05/2007 | | P | | 221,700 | A | \$ 4.55 |
| | | | | | 250,266,900 | D | (1) |
| | 10/05/2007 | | P | | 150,700 | A | 250,417,600 |
| | | | | | | D | (1) |

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| | | | | | | | |
|--|------------|---|---------|---|------------|-------------|------------------|
| Common Stock, par value \$1.00 per share | | | | | \$ 4.56 | | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 180,300 | A | \$ 4.57 | 250,597,900 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 131,300 | A | \$ 4.58 | 250,729,200 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 244,400 | A | \$ 4.59 | 250,973,600 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 106,500 | A | \$ 4.6 | 251,080,100 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 96,400 | A | \$ 4.61 | 251,176,500 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 233,062 | A | \$ 4.62 | 251,409,562 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 52,200 | A | \$ 4.63 | 251,461,762 | D ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 142,000 | A | \$ 4.64 | 251,603,762 | D ⁽¹⁾ |
| | 10/05/2007 | P | 152,400 | A | | 251,756,162 | D ⁽¹⁾ |

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| | | | | | | | | |
|--|------------|---|--------|---|---------|-------------|------------------|--|
| Common Stock, par value \$1.00 per share | | | | | | \$ 4.65 | | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 2,500 | A | \$ 4.66 | 251,758,662 | D ⁽¹⁾ | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 37,500 | A | \$ 4.67 | 251,796,162 | D ⁽¹⁾ | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 56,400 | A | \$ 4.68 | 251,852,562 | D ⁽¹⁾ | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 39,000 | A | \$ 4.69 | 251,891,562 | D ⁽¹⁾ | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 52,800 | A | \$ 4.7 | 251,944,362 | D ⁽¹⁾ | |
| Common Stock, par value \$1.00 per share | 10/05/2007 | P | 30,900 | A | \$ 4.71 | 251,975,262 | D ⁽¹⁾ | |

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.

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(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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Number of Derivative Securities |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- Own- Follo- Repo- Trans- (Instr. |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

Jean Coutu Group (PJC) Inc.
530, RUE BERIAULT
LONGUEUIL, QUEBEC J4G 1S8
CANADA

X

Signatures

/s/ JEAN COUTU THE JEAN COUTU GROUP (PJC) INC. /s/ Jean Coutu Chairman of the Board, President and CEO

10/09/2007

__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).

The Jean Coutu Group (PJC) Inc. ("PJC") is the record holder of 251,975,762 shares of common stock, par value \$1.00 per share (the "Common Stock"), of Rite Aid Corporation. 3958230 Canada Inc., a Canadian corporation ("Numbered Company"), is the controlling shareholder of PJC. As a result of its relationship with PJC, Numbered Company may be deemed to have the power to vote and dispose of

(1) the Common Stock owned by PJC. Mr. Jean Coutu ("Mr. Coutu"), the Chairman of the Board, President and Chief Executive Officer of PJC and the controlling shareholder, President and a director of Numbered Company, may be deemed to have the power to vote and dispose of the Common Stock owned by PJC. For purposes of Section 16(b) of the Securities Exchange Act of 1934, as amended, each of Numbered Company and Mr. Coutu disclaims beneficial ownership of PJC's shares in excess of his pecuniary interest.

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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