Edgar Filing: ADELMAN JESSICA C - Form 4

ADELMAN Form 4 July 17, 201	I JESSICA C 8										
FORN Check th	A 4 UNITED	Washington, D.C. 20549								PROVAL 3235-0287 January 31,	
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							e Act of 1934, 1935 or Sectior	Expires: 2005 Estimated average burden hours per response 0.5			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> ADELMAN JESSICA C			2. Issuer Name and Ticker or Trading Symbol KROGER CO [KR]				ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1014 VINE STREET			3. Date of Earliest Transaction(Month/Day/Year)07/13/2018					Director 10% Owner X Officer (give title Other (specify below) below) Group Vice President			
	Filed(Month/Day/Year) Applicable Line) _X_Form filed t Form filed				Applicable Line) _X_ Form filed by C	oint/Group Filing(Check One Reporting Person More than One Reporting					
CINCINNA	ATI, OH 45202							Person		porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)	Executio any	n Date, if	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4	sposed	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	07/13/2018			Code V A	Amount 16,043 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 78,082	D		
Common Stock	07/13/2018			F	5,849 (2)	D	\$ 28.05	72,233	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.

Edgar Filing: ADELMAN JESSICA C - Form 4

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option	\$ 28.05	07/13/2018		А	29,499	(3)	07/13/2028	Common Stock	29,4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ADELMAN JESSICA C 1014 VINE STREET CINCINNATI, OH 45202			Group Vice Presic	lent			
Signatures							
/s/ Jessica C. Adelman, by Stac Attorney-in-Fact	07/17/2018						
<u>**</u> Signature of Repo	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 on these shares lapse in equal annual installments in whole amounts over a four-year period, at the rate of 25% per year commencing one year from the date of the award.
- (2) Payment of tax liability associated with restricted stock.
- (3) These options were granted under a long-term incentive plan of The Kroger Co. and vest in equal annual installments over a four-year period, at the rate of 25% 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.