

Mahoney Kathleen M
 Form 4
 March 05, 2019

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 *
 Mahoney Kathleen M

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

GRAND RAPIDS, MI 49518

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 SpartanNash Co [SPTN]

3. Date of Earliest Transaction (Month/Day/Year)
 03/01/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President MDV, CLO and Sec'y

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <u>(1)</u>	03/01/2019		F		3,624	D	\$ 18.44
Common Stock <u>(2)</u>	03/01/2019		A		16,860	A	\$ 0
Common Stock <u>(3)</u>	03/01/2019		A		517	A	\$ 19.33
Common Stock <u>(3)</u>	03/01/2019		A		103	A	\$ 0

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

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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 (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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mahoney Kathleen M C/O 850 - 76TH STREET SW GRAND RAPIDS, MI 49518			President MDV, CLO and Sec'y	

Signatures

/s/ Daniel C. Persinger, By Power of Attorney
Date: 03/05/2019

**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).
- (1) These shares were withheld by SpartanNash Company to satisfy tax withholding obligations in connection with the vesting of shares of restricted stock, the grant of which was previously reported.
 - (2) Reports the grant of shares of restricted stock under the SpartanNash Company Stock Incentive Plan of 2015 ("Plan"). These shares will vest at the rate of 25% each year beginning on March 1, 2020, and will be fully vested on March 1, 2023. Prior to vesting, these shares will remain subject to restrictions in accordance with the Plan and the terms of the grant.
 - (3) Reflects receipt of shares received in lieu of cash incentive compensation under the Plan and the Stock Bonus Program ("Program") established thereunder. Under the Program, the reporting person elected to receive a portion of her annual cash incentive award in the form of SpartanNash Common Stock. The effective purchase price for shares is the closing price on the date the participant's election was due to the Company. Pursuant to the Plan, she received an additional grant of shares equal to 20% of the amount of the bonus that she elected to receive in the form of stock. As a condition to the receipt of these shares, the reporting person has agreed to hold them for at

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least one year, and will forfeit them if she enters into competition with the Company during the holding period.

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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