

SPARTAN STORES INC
Form 5
May 14, 2002

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN
BENEFICIAL OWNERSHIP**

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

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(f) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p>James, Gary L. (Last) (First) (Middle)</p> <p>850 - 76th Street, S.W. (Street)</p> <p>Grand Rapids, Michigan 49518 (City) (State) (Zip)</p>	<p>4. Statement for Month/Year</p> <p>Fiscal Year Ended March 30, 2002</p> <p>5. If Amendment, Date of Original (Month/Year)</p> <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director &nbsp; &nbsp; <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) &nbsp; <input type="checkbox"/> Other (specify below) &nbsp; &nbsp; &nbsp; <u>Vice President Retail Operations</u></p> <p>7. Individual or Joint/Group Reporting (check applicable line)</p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person</p>
<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Spartan Stores, Inc. ("SPTN")</p>	<p>3. IRS or Social Security Number of Reporting Person (Voluntary)</p>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Common Stock	5/21/01	A	2,340	A	\$9.87(1)	3,340	D	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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 control number.

Form 5 (continued)

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 of Exercise Price of Derivative Security	3. Transaction Date (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)	
				(A)	(D)	Date Exercisable	Expiration Date
Stock Option (Right to Buy)	\$10.25	5/09/01	A	4,107		5/09/02	5/08/11
Stock Option (Right to Buy)	\$10.25	5/09/01	A	4,107		5/09/03	5/08/11
Stock Option (Right to Buy)	\$10.25	5/09/01	A	4,107		5/09/04	5/08/11
Stock Option (Right to Buy)	\$10.25	5/09/01	A	4,107		5/09/05	5/08/11
Stock Option (Right to Buy)	\$16.57	7/11/01	A	2,143		7/11/02	7/10/11
Stock Option (Right to Buy)	\$16.57	7/11/01	A	2,143		7/11/03	7/10/11
Stock Option (Right to Buy)	\$16.57	7/11/01	A	2,143		7/11/04	7/10/11
Stock Option (Right to Buy)	\$16.57	7/11/01	A	2,143		7/11/05	7/10/11

7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares				
Common Stock	4,107	N/A	4,107	D	
Common Stock	4,107	N/A	4,107	D	
Common Stock	4,107	N/A	4,107	D	
Common Stock	4,107	N/A	4,107	D	
Common Stock	2,143	N/A	2,143	D	
Common Stock	2,143	N/A	2,143	D	
Common Stock	2,143	N/A	2,143	D	
Common Stock	2,143	N/A	2,143	D	

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Explanation of Responses:

(1) Reflects receipt of shares under the Spartan Stores, Inc. 2001 Stock Bonus Plan. Under this plan, a participant can elect to receive a portion of his or her annual bonus in the form of Spartan Stores, Inc. Common Stock and receive an additional grant of shares equal to 30% of the amount of his or her bonus that the participant elected to receive in the form of stock. Accordingly, the price set forth in this column reflects the receipt of these additional shares.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

s/ Gary L. James*
*Signature of Reporting Person
Gary L. James
*By Alex J. DeYonker
Attorney-in-Fact

May 14, 2002
Date

Note: File three copies of this Form, one of which must be manually signed.

If space provided 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.

LIMITED POWER OF ATTORNEY

The undersigned does hereby constitute and appoint ALEX J. DEYONKER and TIMOTHY L. HORNER, or any one or more of them, his or her true and lawful attorneys and agents to do any and all acts and things and to execute and file any and all instruments that such attorneys and agents, or any of them, may consider necessary or advisable to enable the undersigned (in his or her individual capacity or in a fiduciary or other capacity) to comply with the Securities Exchange Act of 1934, as amended (the "Act"), and any requirements of the Securities and Exchange Commission in respect thereof, in connection with the preparation, execution and filing of any report or statement of beneficial ownership or changes in beneficial ownership of securities of SPARTAN STORES, INC. (the "Company") that the undersigned (in his or her individual capacity or in a fiduciary or other capacity) may be required to file pursuant to Sections 13 or 16 of the Act including, without limitation, full power and authority to sign the undersigned's name, in his or her individual capacity or in a fiduciary or other capacity, to any report, application or statement on Form ID, Forms 3, 4 or 5, Schedules 13D or 13G, or to any amendments or any successor forms thereto, or any form or forms adopted by the Securities and Exchange Commission in lieu thereof or in addition thereto, hereby ratifying and confirming all that such attorneys and agents, or any of them, shall do or cause to be done by virtue hereof.

The undersigned agrees that the attorneys-in-fact named herein may rely entirely on information furnished orally or in writing by the undersigned to such attorneys-in-fact. The undersigned also agrees to indemnify and hold harmless the attorneys-in-fact against any losses, claims, damages or liabilities (or actions in respect thereof) that arise out of or are based upon any untrue statement or omission of necessary fact in the information provided by the undersigned to the attorneys-in-fact for purposes of executing, acknowledging, delivering or filing any such forms, or any amendments or any successor forms thereto, or any form or forms adopted by the Securities and Exchange Commission in lieu thereof or in addition thereto.

This authorization shall be in addition to all prior authorizations to act for the undersigned with respect to securities of the Company in these matters.

Date: January 5, 2001

/s/ Gary James

Gary James