

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-04** | Period of Report: **2007-12-03**  
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### ISSUER

#### **PATHMARK STORES INC**

CIK: **95585** | IRS No.: **222879612** | State of Incorporation: **DE** | Fiscal Year End: **1130**  
SIC: **5411** Grocery stores

Mailing Address  
200 MILIK STREET  
CARTERET NJ 07008

Business Address  
200 MILIK STREET  
CARTERET NJ 07008  
9084993000

### REPORTING OWNER

#### **Darrington Kevin**

CIK: **1365715**  
Type: **4** | Act: **34** | File No.: **001-05287** | Film No.: **071285226**

Mailing Address  
200 MILIK STREET  
CARTERET X1 07008

Business Address  
(732) 499-3930

# FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>Darrington Kevin</b>			2. Issuer Name and Ticker or Trading Symbol <b>PATHMARK STORES INC [PTMK]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Senior Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/03/2007</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
200 MILIK STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)								
CARTERET, NJ 07008								
(City)	(State)	(Zip)						

**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	12/03/2007		D		1,563	D	(1)	0	D	
Restricted Stock Unit	12/03/2007		D		6,750	D	(2)	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employer Stock Option (right to buy)	\$10.35	12/03/2007		D		42,000	(3)	05/01/2016		Common Stock	42,000	(3)	0	D	

**Explanation of Responses:**

- Pursuant to the Agreement and Plan of Merger (the "Merger Agreement") by and among the issuer, The Great Atlantic & Pacific Tea Company, Inc. ("A&P") and Sand Merger Corp., dated March 4, 2007, each share of common stock of the issuer was converted into the right to receive \$9.00 in cash and 0.12963 shares of A&P common stock.

2. Pursuant to the Merger Agreement, each restricted stock unit became fully vested and was converted into the right to receive \$12.90.
3. This option vests in four equal annual installments beginning on May 1, 2007 and, pursuant to the Merger Agreement, was converted into the right to receive the product of (i) the number of shares subject to such option and (ii) \$2.55 the excess of the closing price of the issuer's common stock on the trading day prior to closing of the merger over the exercise price of such option.

### Signatures

/s/ Marc A. Strassler, Attorney-in-Fact

\*\* Signature of Reporting Person

12/04/2007

Date

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).

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**