

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**

SEC Accession No. **0001181431-05-024888**

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### ISSUER

#### **SAFEWAY INC**

CIK: **86144** | IRS No.: **943019135** | State of Incorporation: **DE** | Fiscal Year End: **1228**  
SIC: **5411** Grocery stores

Mailing Address  
5918 STONERIDGE MALL  
ROAD  
PLEASANTON CA 94588

Business Address  
5918 STONERIDGE MALL RD  
PLEASANTON CA 94588  
9254673000

### REPORTING OWNER

#### **GONZALES DICK W**

CIK: **1209836**  
Type: **4** | Act: **34** | File No.: **001-00041** | Film No.: **05792422**

Mailing Address  
C/O SAFEWAY INC  
5918 STONERIDGE MALL  
ROAD  
PLEASANTON CA 94588

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden  
 hours per response 0.5

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

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>GONZALES DICK W</b>			2. Issuer Name and Ticker or Trading Symbol <b>SAFeway INC [SWY]</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>04/29/2005</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		
5918 STONERIDGE MALL ROAD			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>PLEASANTON, CA 94588-3229</b>								
(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								10,789.8394	I	By 401(k) Savings Plan
Common Stock								12,440	I	Grantor Trust
Common Stock								2,177.44	I	Employee Stock Purchase Plan
Common Stock								532.009	I	By 401 (k) Plan
Common Stock	04/29/2005		M	(1)	2,850	A	\$6.99	5,850	D	
Common Stock	04/29/2005		S	(1)	2,850	D	\$21.1816	3,000	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		Date Exercisable	Expiration Date					

Employee Stock Option (Right to buy) <sup>(2)</sup>	\$6.99	04/29/2005		<u>M</u> <sup>(1)</sup>		2,850	<sup>(2)</sup>	05/03/2005	Common Stock	2,850	\$ 0	0	D
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**Explanation of Responses:**

1. The exercise(s) and sale(s) reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 28, 2005.
2. Granted under the Safeway Inc. 1999 Amended and Restated Equity Participation Plan, which is a Rule 16b-3 plan. The original grant of an option for 14,250 shares was fully vested as of May 5, 2002.

**Signatures**

/s/ Linda C. Saylor, Attorney-in-Fact

\*\* Signature of Reporting Person

05/02/2005

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.**