Sprouts Farmers Market, Inc.
Form 3
October 11, 2016

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Sanders Dan J

(Last) (First) (Middle)

5455 EAST HIGH STREET,Â SUITE 111

(Street)

PHOENIX,Â AZÂ 85054

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
10/01/2016

3. Issuer Name **and** Ticker or Trading Symbol
Sprouts Farmers Market, Inc. [SFM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Chief Operations Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value $0.001 per share (1)	2,443	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	08/11/2022	Common stock, par value $0.001 per share	36,278	$ 20.98	D	Â
Stock Option (right to buy)	Â (3)	03/04/2023	Common stock, par value $0.001 per share	7,217	$ 28.21	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sanders Dan J 5455 EAST HIGH STREET SUITE 111 PHOENIX,Â AZÂ 85054	Â	Â	Â Chief Operations Officer	Â

Signatures

/s/ Brandon F. Lombardi, Attorney-in-Fact for Dan J. Sanders	10/11/2016
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) Consists of restricted stock units. Each restricted stock unit represents the right to receive, upon vesting, one share of common stock. These restricted stock units will vest over three years, with one-third vesting on March 4, 2017; one-third vesting on March 4, 2018; and the remaining one-third vesting on March 4, 2019, assuming continued employment through the applicable vest date.

(2) These options become exercisable in twelve equal quarterly installments at the end of each calendar quarter beginning September 30, 2015 and continuing through June 30, 2018.

(3) These options become exercisable in three equal annual installments on March 4, 2017, March 4, 2018 and March 4, 2019.

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Remarks:

TheÂ reportingÂ personÂ wasÂ promotedÂ toÂ ChiefÂ OperationsÂ OfficerÂ ofÂ theÂ issuerÂ effectiveÂ OctoberÂ 1,Â 2

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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