

RITE AID CORP
Form 4
July 07, 2011

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 *
Jean Coutu Group (PJC) Inc.

2. Issuer Name and Ticker or Trading Symbol
RITE AID CORP [RAD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
530 BERIAULT STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/05/2011

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

LONGUEUIL, A8 J4G 1S8
(City) (State) (Zip)

4. 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 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
COMMON STOCK	07/05/2011		S		187,900	D	\$ 1.304
COMMON STOCK	07/06/2011		S		300,000	D	\$ 1.3003
COMMON STOCK	07/06/2011		S		512,100	D	\$ 1.3299
COMMON STOCK	07/06/2011		S		1,850,000	D	\$ 1.3048
COMMON STOCK	07/07/2011		S		2,150,000	D	\$ 1.3095
	07/07/2011		S		2,500,000	D	
							244,475,262

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COMMON STOCK						\$			
						1.3233			
COMMON STOCK	07/07/2011		S	2,500,000	D	\$	241,975,262	D	
						1.3309			
COMMON STOCK	07/07/2011		S	2,500,000	D	\$	239,475,262	D	
						1.3384			
COMMON STOCK	07/07/2011		S	750,000	D	\$	238,725,262	D	
						1.3335			

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

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 control number.

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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)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jean Coutu Group (PJC) Inc. 530 BERIAULT STREET LONGUEUIL, A8 J4G 1S8		X		

Signatures

/s/ Brigitte Dufour, Corporate Secretary
07/07/2011

**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).

Remarks:

The Jean Coutu Group (PJC) Inc. ("PJC") is the record holder of 238,725,262 shares of common stock, par value \$1.00 per share.

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