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**Section 1: 8-K (8-K - PRELIMINARY 2017 RESULTS)**

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 OR 15(d)  
of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) January 8, 2018

**Sprouts Farmers Market, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-36029**  
(Commission  
File Number)

**32-0331600**  
(I.R.S. Employer  
Identification No.)

**5455 E. High Street, Suite 111**  
**Phoenix, Arizona 85054**  
(Address of principal executive offices and zip code)

**(480) 814-8016**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 2.02. Results of Operations and Financial Condition.

On January 8, 2018, Sprouts Farmers Market, Inc. (the "Company") issued a press release announcing certain preliminary and unaudited results for its fourth fiscal quarter and fiscal year ended December 31, 2017. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated into this Item 2.02 by reference.

The information furnished in this Item 2.02, including Exhibit 99.1 attached hereto and incorporated herein, is being furnished and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

The text of this Current Report on Form 8-K is available on the Company's investor relations website located at *investors.sprouts.com*, although the Company reserves the right to discontinue that availability at any time.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	<a href="#"><u>Press release of Sprouts Farmers Market, Inc., dated January 8, 2018, entitled "Sprouts Farmers Market, Inc. Announces Preliminary Fourth Quarter and 2017 Results"</u></a>

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### SPROUTS FARMERS MARKET, INC.

Date: January 8, 2018

By: /s/ Brandon F. Lombardi

Name: Brandon F. Lombardi

Title: Chief Legal Officer and Corporate Secretary

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## Section 2: EX-99.1 (EX-99.1)

**Exhibit 99.1**



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#### Investor Contact:

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### SPROUTS FARMERS MARKET, INC. ANNOUNCES PRELIMINARY FOURTH QUARTER AND 2017 RESULTS

*ICR Conference presentation and webcast at 9:30 a.m. Eastern Time tomorrow*

**PHOENIX, Ariz. – (Globe Newswire) – January 8, 2018** – In advance of its presentation at the 20<sup>th</sup> Annual ICR Conference, Sprouts Farmers Market, Inc. (Nasdaq: SFM) today announced that for the fourth quarter 2017 it expects to report comparable store sales growth of 4.6%. For the fiscal year ended December 31, 2017, it expects to report net sales growth of 15.3%, comparable store sales growth of 2.9%, and earnings per share slightly above its previously announced guidance range of \$0.98 to \$0.99<sup>(1)</sup>.

"We are pleased to report that our strong performance continues, a direct result of our unique model offering health and value across the store, consistent execution and focus against our strategic initiatives," said Amin Maredia, chief executive officer of Sprouts Farmers Market.

The foregoing expected results are preliminary and unaudited, and remain subject to the completion of normal year-end accounting procedures and closing adjustments.

<sup>(1)</sup>Excludes the expected favorable impact resulting from the federal tax reform enacted prior to the end of fiscal 2017. This will result in a revaluation of the net deferred tax liability balance and a consequential reduction in the income tax expense in the fourth quarter of 2017.

#### ICR Conference

Amin Maredia, chief executive officer, and Brad Lukow, chief financial officer will present at the 20<sup>th</sup> Annual ICR Conference being held at the JW Marriott Orlando Grande Lakes in Orlando, Florida on January 9, 2018 at 9:30 a.m. Eastern Time (ET).

A live webcast of the presentation will be available on the Investor Relations section of the company's website at [investors.sprouts.com](http://investors.sprouts.com). A replay will be archived and available at the same location.

## **Forward-Looking Statements**

Certain statements in this press release are forward-looking as defined in the Private Securities Litigation Reform Act of 1995. Any statements contained herein that are not statements of historical fact (including, but not limited to, statements to the effect that Sprouts Farmers Market or its management "anticipates," "plans," "estimates," "expects," or "believes," or the negative of these terms and other similar expressions) should be considered forward-looking statements, including, without limitation, statements regarding the company's guidance, outlook and preliminary results. These statements involve certain risks and uncertainties that may cause actual results to differ materially from expectations as of the date of this release. These risks and uncertainties include, without limitation, risks associated with the company's ability to successfully compete in its intensely competitive industry; the company's ability to successfully open new stores; the company's ability to manage its rapid growth; the company's ability to maintain or improve its operating margins; the company's ability to identify and react to trends in consumer preferences; product supply disruptions; general economic conditions; and other factors as set forth from time to time in the company's Securities and Exchange Commission filings, including, without limitation, the company's Annual Report on Form 10-K. The company intends these forward-looking statements to speak only as of the time of this release and does not undertake to update or revise them as more information becomes available, except as required by law.

## Corporate Profile

Sprouts Farmers Market, Inc. specializes in fresh, natural and organic products at prices that appeal to everyday grocery shoppers. Based on the belief that healthy food should be affordable, Sprouts' welcoming environment and knowledgeable team members continue to drive its growth. Sprouts offers a complete shopping experience that includes an array of fresh produce in the heart of the store, a deli with prepared entrees and side dishes, The Butcher Shop, The Fish Market, an expansive vitamins and supplements department and more. Headquartered in Phoenix, Arizona, Sprouts employs more than 27,000 team members and operates more than 280 stores in 15 states from coast to coast. For more information, visit [sprouts.com](http://sprouts.com) or @sproutsfm on Twitter.

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Source: Sprouts Farmers Market, Inc.  
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