

SMART & FINAL INC/DE  
Form 8-K  
March 24, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported)**

March 21, 2005

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**SMART & FINAL INC.**

(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State of Incorporation)

**001-10811**  
(Commission File Number)

**95-4079584**  
(I.R.S. Employer

Identification No.)

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600 Citadel Drive

City of Commerce, California  
(Address of principal executive offices)

90040  
(Zip Code)

Registrant's telephone number, including area code: (323) 869-7500

(Former name or former address, if changed since last report.)

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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))
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**Section 8 Other Events**

**Item 8.01. Other Events.**

On March 21, 2005, Casino Guichard-Perrachon S.A. ( Groupe Casino ), the indirect majority shareholder in Smart & Final Inc. (the Company ), announced that Pierre Bouchut has left his position as Chief Executive Officer of Groupe Casino effective immediately. Mr. Bouchut has also served as a director of the Company since 1994.

The Company anticipates that, according to its bylaws, the Governance Committee of the Board of Directors will meet to consider nominations for members of the Board of Directors, to be voted upon at the Annual Meeting of Shareholders currently scheduled for May 20, 2005.

**SIGNATURES**

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

SMART & FINAL INC.

Date: March 24, 2005

By: \_\_\_\_\_ /s/ Richard N. Phegley

Richard N. Phegley  
*Senior Vice President and  
Chief Financial Officer*