

KROGER CO  
Form 8-K  
June 22, 2004

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

Washington, DC 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: June 22, 2004**

(Date of earliest event reported)

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**THE KROGER CO.**

(Exact name of registrant as specified in its charter)

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**An Ohio Corporation**  
(State or other jurisdiction

of incorporation)

**No. 1-303**  
(Commission File Number)

**31-0345740**  
(IRS Employer

Number)

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**1014 Vine Street  
Cincinnati, OH 45201  
(Address of principal executive offices)**

**Registrant's telephone number: (513) 762-4000**

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Item 7. Financial Statements and Exhibits

(c) Exhibits:

99.1 Earnings release for first quarter 2004.

Item 12. Results of Operations and Financial Condition

On June 22, 2004, the Company released its earnings for the first quarter 2004. Attached hereto as Exhibit 99.1, and filed herewith, is the text of that release.

SIGNATURE

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 hereto duly authorized.

THE KROGER CO.

June 22, 2004

By: /s/ Paul Heldman

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Paul Heldman  
Senior Vice President, Secretary  
and General Counsel

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Exhibit</u>
99.1	Earnings release for first quarter 2004.