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Item 1.01. Entry Into a Material Definitive Agreement.

On November 2, 2005, the Compensation Committee of the Board of Directors of The Great Atlantic & Pacific Tea Company, Inc. (the "Company"), following completion of an executive compensation analysis and in accordance with its current executive compensation philosophy of targeting the median of the Company's competitive group, approved the following actions subject to satisfactory annual performance reviews:

- o Base salary increases for certain executives in 3 stages, including (i) increases for John Metzger, Executive Vice President, to \$400,000 on October 30, 2005, \$450,000 on March 1, 2006, and \$500,000 on March 1, 2007, and (ii) increases for Stephen Slade, Senior Vice President - Merchandising, to \$365,000 on October 30, 2005, \$405,000 on March 1, 2006, and \$445,000 on March 1, 2007
- o Increase in target annual bonus percentage for John Metzger to 65% of base salary
- o Establishment of long-term incentive award targets for certain executives as a percentage of base salary, including 150% for John Metzger and 125% for Stephen Slade.

In addition, the previously announced appointment of Brenda Galgano as Senior Vice President and Chief Financial Officer will become effective at the close of business on Friday, November 4, 2005.

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.

Dated: November 2, 2005

THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC.

By: /s/Allan Richards

Name: Allan Richards
Title: Senior Vice President of
Human Resources,
Labor Relations and Legal Services

