

**Whole Foods Market, Inc.**  
**Consolidated Statements of Cash Flows**  
(In thousands)

	1st Qtr January 14, 2007	2nd Qtr April 08, 2007	3rd Qtr July 01, 2007	4th Qtr September 30, 2007	YTD 2007
<b>Cash flows from operating activities</b>					
Net income	\$ 53,755	\$ 45,989	\$ 49,067	\$ 33,929	\$ 182,740
Adjustments to reconcile net income to net cash provided by operating activities:					
Depreciation and amortization	52,731	42,403	42,509	48,747	186,390
Loss on disposal of fixed assets	1,030	1,680	852	2,092	5,654
Share-based payments expense	4,773	1,746	4,168	2,488	13,175
Excess tax benefit related to exercise of employee stock options	(5,286)	(5,487)	(836)	(1,230)	(12,839)
Deferred income tax benefit	(6,561)	(2,823)	(4,169)	(13,650)	(27,203)
Deferred rent	4,735	(1,991)	7,206	17,731	27,681
Other	506	(2)	3,430	7,158	11,092
Net change in current assets and liabilities:					
Accounts receivable	4,457	(12,675)	11,284	(8,245)	(5,179)
Merchandise inventories	(37,216)	1,407	(6,469)	(8,777)	(51,055)
Prepaid expense and other current assets	(10,454)	8,598	4,684	(1,483)	1,345
Accounts payable	18,490	302	(2,664)	25,936	42,064
Accrued payroll, bonus and other benefits due team members	6,862	(1,015)	6,129	(10,131)	1,845
Other current liabilities	24,607	(11,582)	7,364	2,504	22,893
Net cash provided by operating activities	112,429	66,550	122,555	97,069	398,603
<b>Cash flows from investing activities</b>					
Development costs of new store locations	(100,942)	(76,879)	(95,102)	(116,426)	(389,349)
Other property, plant and equipment expenditures	(52,083)	(24,906)	(32,948)	(30,396)	(140,333)
Acquisition of intangible assets	(6,246)	(11,476)	(4,629)	(2,809)	(25,160)
Purchase of available-for-sale securities	(145,268)	(17,759)	(107,179)	(7,077)	(277,283)
Sale of available-for-sale securities	234,777	53,107	152,934	34,807	475,625
Decrease (increase) in restricted cash	(14,420)	(828)	73,033	(30)	57,755
Payment for purchase of acquired entities, net	-	-	(3,841)	(592,395)	(596,236)
Net cash used in investing activities	(84,182)	(78,741)	(17,732)	(714,326)	(894,981)
<b>Cash flows from financing activities</b>					
Dividends paid	(20,971)	(25,291)	(25,449)	(25,031)	(96,742)
Issuance of common stock	28,806	14,448	4,488	6,641	54,383
Purchase of treasury stock	-	-	(99,997)	-	(99,997)
Excess tax benefit related to exercise of employee stock options	5,286	5,487	836	1,230	12,839
Proceeds from long-term borrowings	-	-	-	717,000	717,000
Payments on long-term debt and capital lease obligations	(35)	(17)	(13)	(93,292)	(93,357)
Net cash provided by (used in) financing activities	13,086	(5,373)	(120,135)	606,548	494,126
Net change in cash and cash equivalents	41,333	(17,564)	(15,312)	(10,709)	(2,252)
Cash and cash equivalents at beginning of period	2,252	43,585	26,021	10,709	2,252
Cash and cash equivalents at end of period	\$ 43,585	\$ 26,021	\$ 10,709	\$ -	\$ -
<b>Supplemental disclosure of cash flow information:</b>					
Interest paid	\$ 124	\$ 66	\$ 42	\$ 4,329	\$ 4,561
Federal and state income taxes paid	\$ 22,294	\$ 54,091	\$ 31,541	\$ 44,700	\$ 152,626
<b>Non-cash transactions:</b>					
Increase in proceeds receivable for divestiture	\$ -	\$ -	\$ -	\$ 165,054	\$ 165,054
Conversion of convertible debentures into common stock	\$ 5,686	\$ -	\$ -	\$ -	\$ 5,686

The notes in the company's Form 10K for fiscal year 2006 are an integral part of these condensed consolidated financial statements.