

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

	1st Qtr January 16, 2011	2nd Qtr April 10, 2011	3rd Qtr July 03, 2011	4th Qtr September 25, 2011	YTD 2011
<b>Fiscal year 2011</b>					
<b>Cash flows from operating activities</b>					
Net income	\$ 88,730	\$ 89,935	\$ 88,472	\$ 75,475	\$ 342,612
Adjustments to reconcile net income to net cash provided by operating activities:					
Depreciation and amortization	86,691	66,212	66,179	68,027	287,109
Loss on disposition of fixed assets	548	366	564	750	2,228
Impairment of long-lived assets	559	22	107	629	1,317
Share-based payment expense	7,359	5,489	6,242	8,169	27,259
LIFO expense	2,000	1,000	3,500	3,750	10,250
Deferred income tax expense (benefit)	14,969	778	30,169	(26,376)	19,540
Excess tax benefit related to exercise of team member stock options	(2,728)	(6,523)	(7,683)	(5,807)	(22,741)
Deferred lease liabilities	9,470	14,640	18,391	10,880	53,381
Other	(60)	(319)	4,431	1,661	5,713
Net change in current assets and liabilities:					
Accounts receivable	(6,008)	(18,983)	4,299	(14,730)	(35,422)
Merchandise inventories	(20,195)	(279)	(10,009)	7,216	(23,267)
Prepaid expenses and other current assets	10,225	(17,535)	(21,952)	10,275	(18,987)
Accounts payable	(1,902)	22,078	(5,576)	9,168	23,768
Accrued payroll, bonus and other benefits due team members	12,637	(3,057)	18,186	9,438	37,204
Other current liabilities	42,401	4,056	3,734	3,640	53,831
Net change in other long-term liabilities	8,289	(8,048)	(6,668)	(2,523)	(8,950)
Net cash provided by operating activities	252,985	149,832	192,386	159,642	754,845
<b>Cash flows from investing activities</b>					
Development costs of new locations	(45,561)	(43,890)	(66,597)	(47,409)	(203,457)
Other property and equipment expenditures	(45,436)	(34,694)	(35,400)	(45,977)	(161,507)
Purchase of available-for-sale securities	(497,560)	(282,594)	(144,133)	(304,633)	(1,228,920)
Sale of available-for-sale securities	409,081	322,225	326,006	98,483	1,155,795
Payment for purchase of acquired entities, net	-	-	(1,972)	-	(1,972)
Acquisition of intangible assets	(1,324)	(496)	(194)	(3,143)	(5,157)
Decrease (increase) in restricted cash	10	7	(34)	(5,137)	(5,154)
Other investing activities	366	(122)	(599)	3	(352)
Net cash provided by (used in) investing activities	(180,424)	(39,564)	77,077	(307,813)	(450,724)
<b>Cash flows from financing activities</b>					
Common stock dividends paid	-	(17,348)	(17,572)	(17,700)	(52,620)
Issuance of common stock	53,764	99,303	57,860	85,792	296,719
Excess tax benefit related to exercise of team member stock options	2,728	6,523	7,683	5,807	22,741
Payment on long-term debt and capital lease obligations	(100,000)	(200,123)	(190,135)	(136)	(490,394)
Other financing activities	4	(4)	-	-	-
Net cash provided by (used in) financing activities	(43,504)	(111,649)	(142,164)	73,763	(223,554)
Effect of exchange rate changes on cash and cash equivalents	1,227	1,204	(295)	(2,695)	(559)
Net change in cash and cash equivalents	30,284	(177)	127,004	(77,103)	80,008
Cash and cash equivalents at beginning of period	131,996	162,280	162,103	289,107	131,996
Cash and cash equivalents at end of period	\$ 162,280	\$ 162,103	\$ 289,107	\$ 212,004	\$ 212,004
<b>Supplemental disclosure of cash flow information:</b>					
Interest paid	\$ 11,342	\$ 2,660	\$ 1,058	\$ 777	\$ 15,837
Federal and state income taxes paid	\$ 21,083	\$ 88,528	\$ 34,736	\$ 48,138	\$ 192,485

The notes in the Company's Form 10-K for fiscal year 2010 are an integral part of these condensed consolidated financial statements.