Exhibit 42 to Plaintiff's Memorandum of Points and Authorities in Support of Its Motion for Temporary Restraining Order and Preliminary Injunction (PX01004)

[PORTIONS REDACTED]

FY 2006 SECOND QUARTER
REGIONAL SUMMARY

I. Sales

	Sales (000s)			Comps	Idents
	Q2 06	Q2 05	% Incr.	Q2 06	Q2 06
North Atlantic	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Mid-Atlantic	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
South	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Florida	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Northeast	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Southwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Northern California	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Midwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Southern Pacific	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Rocky Mountain	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pacific Northwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Region Total	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Region Average	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]

II. Pre-tax Income before Pre-opening and EVA

	Pre-tax Income (000s)			EVA (000s)		
	Q2 06	Q2 05	% Incr.	Q2 06	Q2 05	$ Change
North Atlantic[1]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Mid-Atlantic	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
South	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Florida	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Northeast[1]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Southwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Northern California	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Midwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Southern Pacific	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Rocky Mountain	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pacific Northwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Region Total	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Region Average	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]

[1] Prior-year G&A and therefore pre-tax income and EVA are high for the North Atlantic region and low for the Northeast due to the split of the North Atlantic into two regions starting 1Q06.

5/31/2006

Redacted

FY 2006 SECOND QUARTER BOARD REPORT

A.C. Gallo
Regional Operating Update

North Atlantic

The North Atlantic region had a [redacted]

Impacting the region's results were [redacted]

Positives in the quarter: Demolition is almost complete [redacted]

The new stores are generally doing well. [redacted] has struggled with [redacted] are generally where we expected them to be at this point. [redacted] and [redacted] are both doing well with sales and profits. We can now see an opportunity for an additional store in the [redacted] market and are looking at some possibilities. [redacted] at the end of the quarter very strong, and it looks to be a solid store.

Challenges in the quarter: Sales in [redacted] really leveled off after [redacted] When we [redacted]

[redacted] It is a combination of [redacted] in how much more they can do, plus cannibalization by the newer stores. [redacted] hit [redacted] each for about [redacted] and now [redacted] is hitting [redacted] It is definitely high on David's list to expand or relocate [redacted] whenever possible. He is working on [redacted] and possible [redacted]

The facilities struggled in the quarter. The [redacted] kitchen took on some of the space vacated by the [redacted] and this affected its bottom line in the quarter. It is now back on track with additional sales to the stores. [redacted] had some

Redacted

profit issues as [redacted] and record prices. This will continue into quarter three before [redacted] are reopened in June. The new [redacted] lost money in the quarter but actually finished above Plan and is moving in the right direction. It made a profit in fiscal period eight and looks to be profitable going forward.

Big news in the quarter: Construction on [redacted]

Looking forward: David is putting a program in place to better compete with [redacted] in his market. He has six stores [redacted]) that have a [redacted] store very close by. David feels that the sales in those stores are being affected by [redacted] and he is ready to [redacted]

Mid-Atlantic

The Mid-Atlantic region had a strong sales [redacted] but only translated that into a [redacted] Some operational issues, a [redacted] and [redacted] decrease in margin. [redacted] The region is working to address this issue. [redacted] are unfortunately with us for the rest of the year.

Positives in the quarter: [redacted] cut its losses in the quarter to [redacted] Sales are at a level now that the store should be able to [redacted]

The [redacted] was very successful. The store opened strong and averaged [redacted] in the quarter. This is a very nice [redacted] in a great community and should do well for us for many years.

Redacted

Challenges in the quarter: The [redacted] took a double whammy, losing a big account with [redacted] (our choice) and their [redacted] at the same time. This led to some operational and profitability problems in the quarter. Things have been adjusted since then, and the facility [redacted]

The [redacted] store about [redacted] continues to affect sales there. We are back to [redacted] but our [redacted] for now. Ultimately we need to [redacted] also opened a store that is competing with our [redacted] store and has taken about [redacted] from us. We are in the middle of an [redacted] of the store, which should help us compete with this store and another one due to open on the other side [redacted]

Looking forward: This [redacted] we will be finishing the remodel of the [redacted] store and doing a remodel of the [redacted] store. The region does not have any additional store openings this year.

Florida

The Florida region is on a roll and turned in another outstanding quarter. Sales were up [redacted] with a strong [redacted] and the new sales from [redacted] All stores are comping in the [redacted] which picked up sales from the closing of a [redacted] Profits jumped [redacted] as the region continued to leverage it [redacted]

Positives in the quarter: The region was [redacted] to have no holes in the boat, as all [redacted] The [redacted] stores, [redacted] continue to do well.

Challenges in the quarter: Nothing significant.

Looking forward: The [redacted] is on schedule to open [redacted] The older part of the store will then be renovated with a scheduled completion of [redacted] The region is getting ready to compete with [redacted] concept stores. The first one is being built in [redacted] and is schedule to open [redacted] The [redacted] store they are planning to remodel [redacted] and they have not been clear when it will be changed, if at all.

Florida has many [redacted] that are starting to bring in a selection of organic foods. We are watching very carefully what they are doing and are planning to respond to each item. For any item they bring in, we will [redacted]

Redacted

[redacted]

South

The South Region had an [redacted] in pre-tax profits on a sales [redacted] Several things dragged down the [redacted] including [redacted] as a result of [redacted] Gross profit was [redacted] due to a [redacted] mostly a result of the [redacted] to refinishing projects in several of the stores.

Positives in the quarter: The [redacted] opened very strongly and was very well received by the community. Sales opened at [redacted] in [redacted] I expect [redacted] this summer to be somewhere between [redacted] which is considerably above our [redacted]

Sales at the [redacted] have increased and have brought us to a level which should make them profitable most quarters going forward.

We are crushing [redacted] We hear that sales at their [redacted] store are down to around [redacted] and have been steadily dropping. Our opening in [redacted] dropped their store from [redacted] We cannot see how this company is viable going forward, and I expect the investors are going to take some drastic action soon. [redacted] and so I am sure they are questioning management at this point as to their strategy.

Challenges in the quarter: We continue to [redacted] This is a brand that [redacted] As new competitors continually open in [redacted] (and there are plenty of them), the [redacted] We have reached the decision to [redacted] The start will be the [redacted] to the WFM stores in [redacted] We are actively looking for relocation of the [redacted] and a potential location of the [redacted] store. [redacted] could possibly turn into a WFM if necessary, but long term it is [redacted] All of the retail activity has moved to the other side of [redacted] and we are fighting to get people to come over to us.

Redacted

Big news in the quarter: [redacted] is going to open up [redacted] region starting in [redacted] They have four locations picked in [redacted] (of course each near one of our stores), and they have announced a site in [redacted] They say they are ultimately looking to open [redacted] stores in this region. [redacted] also have many [redacted] that are picking up a selection of organic foods. We are working on a plan to compete with [redacted] in the [redacted] We are looking to adopt a strategy similar to the one that we used in [redacted] when [redacted] entered the market [redacted] Basically we will [redacted]

Looking forward: As mentioned above, the biggest issue looking forward is the coming of [redacted] Our plan is to have [redacted] We will then have a [redacted] to market ourselves before [redacted] starts with their big opening marketing campaign. The next store the region will be opening is the [redacted] store, which is a [redacted] It will open either in [redacted]

Northeast Region

The Northeast region had an [redacted] on an increase in [redacted]. Gross profit was a [redacted] in the quarter, [redacted] Cost of goods was [redacted] we took in the [redacted] to compete with the entry of [redacted]

Positives in the quarter: The region did a very good job quickly getting things in place once we got word when [redacted] Within a [redacted] period, we had our strategy in place, implemented [redacted] did some big merchandising changes [redacted] educated our Team Members on [redacted] and our competitive strategy, and put together a [redacted] The strategy has mostly been successful. We would prefer not to lose any business [redacted] but realize that we are going to lose some. We have kept [redacted] with another [redacted] due to lower retails. We have not had one customer come in and tell us that they have found something [redacted] We also had a good article in the [redacted] that showed we were cheaper than TJ's on some items. I feel we have done a good job blunting all of the initial publicity and excitement that was generated by the [redacted] Other than the first articles that were in the papers when it opened, there has not been any additional coverage.

Redacted

Challenges in the quarter: Dropping our prices in the [redacted] cost us approximately [redacted] We have not been able up to this point to make up [redacted] but are continuing to work on this. Sales have been [redacted] back as much as we thought it would [redacted] The [redacted] store is doing about [redacted] and the [redacted] store was [redacted] more that we thought it would. We are also behind Plan in the [redacted] store, as we feel that [redacted]

Looking forward: The region does not have any additional store openings this year. The next store is scheduled to open [redacted]

I. Regional Stats

A. Pre-tax Income before Pre-opening:

(in 000s)	Q2 06	Q2 05	% Incr.	Q1 06	Q4 05	Q3 05
North Atlantic	[redacted]					
Mid-Atlantic						
South						
Florida						
Northeast						
Total						

B. EVA:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
North Atlantic	[redacted]					
Mid-Atlantic						
South						
Florida						
Northeast						
Total						

Redacted

C. Percent of Sales Statistics:
Second Quarter FY 2006

	North Atlantic	Mid-Atlantic	Florida	South	Northeast
Sales Increase	[redacted]				
Comp Increase					
Gross Profit					
Salaries and Benefits					
Other Direct Expenses					
G&A Expenses					
Pre-tax Income before Pre-opening Expenses					

II. Regional Operating Results

A. North Atlantic:

(in 000s)	Q2 06	Q2 05	Incr.		Q1 06	Q4 05	Q3 05
Sales	[redacted]						
Pre-tax Income[1]							
Gross Profit %							
Salaries and Benefits							
Other Direct Expenses							
G&A Expenses[2]							

[1] Excludes pre-opening expense

[redacted]

The North Atlantic region [redacted]. Following the [redacted]

The North Atlantic region reported a [redacted] in Q2 operating income on a [redacted]. Results were driven by [redacted] along with the addition of [redacted] during the past year. Growth at [redacted] led by [redacted] One store in the region – [redacted] – was a [redacted]

Redacted

[redacted] sales contributor company-wide during the second quarter, ranking [redacted] with average [redacted]

[redacted] stores reported a [redacted] in sales, [redacted] of which were [redacted] stores. In total, the [redacted] stores had sales of [redacted] and were [redacted] last year. Excluding the effect of currency, however, sales were [redacted] last year. Including the [redacted] The store is expected to [redacted] Comps at [redacted] were down slightly in Q2 due to [redacted] and sales at our [redacted] store were [redacted] as the store entered the comp base to [redacted]

Gross profit [redacted] a [redacted] and a [redacted] The [redacted] cost of goods sold was due mainly to [redacted] retail prices last year. This [redacted] led to significantly [redacted] so the region decided to [redacted] and do some [redacted] In addition, [redacted] were [redacted] due to weather conditions that [redacted] meanwhile, were a result of a [redacted] New stores accounted for [redacted]

The [redacted] was due mainly to the [redacted] along with a [redacted] The combined [redacted] loss at the [redacted] and [redacted] was a significant [redacted] recorded in [redacted] We [redacted] and, in [redacted] The [redacted] better than expected. During the quarter, sales at [redacted] continued to grow as we started to [redacted] We expect the facility [redacted]

Second quarter [redacted] points as a percentage of sales driven [redacted] and a [redacted] For stores in the comp base,

Redacted

salaries and benefits [redacted]

Store contribution [redacted]

Three stores [redacted] in the second quarter. [redacted] a significant improvement [redacted] Sales at the store averaged [redacted] than expected. Sales began to [redacted] The store continues [redacted] We expect the store [redacted]

The [redacted] store [redacted] another significant improvement [redacted] Sales at [redacted] in the company, and [redacted] Gross margin was [redacted] a big improvement [redacted] salaries and benefits [redacted]

New store [redacted] which opened on [redacted] also [redacted] going forward. For the [redacted] We expect the store [redacted]

In addition to these [redacted] stores and the [redacted], the [redacted] Sales volumes at [redacted]

Redacted

At the [redacted] sales [redacted] due to many stores moving [redacted] During the quarter [redacted]

B. Mid-Atlantic:

(in 000s)	Q2 06	Q2 05	Incr.		Q1 06	Q4 05	Q3 05
Sales	[redacted]						
Pre-tax Income[1]							
Gross Profit %							
Salaries and Benefits							
Other Direct Expenses							
G&A Expenses							

[1] Excludes pre-opening expense

The [redacted] region reported a [redacted] in [redacted] operating income on a [redacted] Comp store sales grew [redacted] with [redacted] stores in the comp base reporting [redacted] Identical store sales [redacted] for the quarter. Other [redacted] performers in the quarter [redacted] All stores [redacted]

Redacted

Direct store expenses

One store

opened early in the second quarter on January 17th. The 41,500 square foot store 29,800 square foot and has averaged an impressive

[redacted] however, an [redacted]

C. Florida:

(in 000s)	Q2 06	Q2 05	Incr.		Q1 06	Q4 05	Q3 05
Sales	[redacted]						
Pre-tax Income[1]							
Gross Profit %							
Salaries and Benefits							
Other Direct Expenses							
G&A Expenses							

[1] Excludes pre-opening expense

The Florida region reported a [redacted] Comp sales [redacted] as all [redacted] The top performers in [redacted] benefited from the closing of a nearby [redacted] store, while [redacted] continued to benefit from [redacted] along [redacted]

Gross margin [redacted] occupancy costs [redacted] These [redacted] were [redacted] Driving [redacted] (1) [redacted] and (2) a [redacted] being sold. Driving the [redacted] was a large [redacted] along with [redacted] The [redacted] was due to [redacted]. Also, the leverage normally associated with the [redacted]

Direct store expenses [redacted] with salaries and benefits [redacted] and other store expenses [redacted]

Redacted

Store contribution was as the regional the growth in the region.

Florida was All stores and facilities

No however, we just The target

D. South:

(in 000s)	Q2 06	Q2 05	Incr.		Q1 06	Q4 05	Q3 05
Sales							
Pre-tax Income[1]							
Gross Profit %				bp			
Salaries and Benefits				bp			
Other Direct Expenses				bp			
G&A Expenses				bp			

[1] Excludes pre-opening expense

The South region reported an total sales. Comp store sales in the comp base

Redacted

Total gross profit [redacted] The decrease was [redacted] Excluding [redacted] comp stores [redacted]

The [redacted] meanwhile, was due to (1) [redacted]

Direct store [redacted]

Store contribution was [redacted]

All [redacted] money. The [redacted]

The [redacted]

The facilities have had [redacted]

Redacted

The [redacted]

[redacted]

E. Northeast:

(in 000s)	Q2 06	Q2 05	Incr.		Q1 06	Q4 05	Q3 05
Sales	[redacted]	[redacted]	[redacted]		[redacted]	[redacted]	[redacted]
Pre-tax Income[1]							
Gross Profit %				bp			
Salaries and Benefits				bp			
Other Direct Expenses				bp			
G&A Expenses[2]				bp			

[1] Excludes pre-opening expense
[2] Prior year G&A is low due to split of North Atlantic region into two regions starting 1Q06

The North Atlantic region [redacted]

The Northeast region reported a [redacted] Results were driven by [redacted] Growth at [redacted]

Gross margin [redacted]

Redacted

During the quarter, the region at the three stores to The strategy was rolled out During the During the second phase in mid-February, the region Finally, The impact on however, in future quarters, we expect the impact

Of the

Direct store expenses

Store contribution

The Northeast region was

Redacted

FY 2006 SECOND QUARTER BOARD REPORT

Walter Robb
Regional Operating Update

Summary

Overall the second quarter [redacted] comps, steady margins and [redacted] We continue to take steps [redacted]

The second quarter also represented, in my opinion, [redacted] major chain stores [redacted] with [redacted] entering new markets like [redacted] and announcing other markets to come [redacted] stepping up its natural selection, and last but certainly not least, [redacted] doubling its organic SKUs. There were signs of strain in [redacted] comps [redacted], seafood (a lot of negative media), and specialty (higher interest rates and gas prices) as consumers in general were a little more careful and also aware of more choices.

In the second half of the year, our goal is [redacted]

Here are some additional highlights from the regions.

Southwest

[redacted] to [redacted] In addition [redacted] due to

Redacted

opening less than one mile way.

Gross margin

opening of an experimental store store has given us a direct window into I will be sharing a more detailed analysis of this situation with you at the meeting.

Midwest

What a difference a On a recent evening visit there, I enjoyed watching customers respond to the new food service offerings. We should see a kick from

Redacted

[redacted] to come. The one store that is [redacted]

Gross margin [redacted] I would like to see the [redacted] reasonable. The [redacted] remains [redacted]

Note that [redacted] for EVA improvement. Our new store [redacted] followed by [redacted]

Northern California

With the significant exception of [redacted] with an [redacted] While we did not [redacted] That said, we do need [redacted] The first of [redacted] Remember this region has [redacted] and it is time for [redacted]

Redacted

One [redacted]

Gross margin [redacted]

Improvement [redacted]

As you know, [redacted]

Southern Pacific

The Southern Pacific region has [redacted] has been particularly strong with the introduction of [redacted] Even so, there is still opportunity [redacted] The opening of Sopac's [redacted] will afford the change to take an evolutionary step.

The new store in [redacted] is settling in [redacted] and if sustained, [redacted] between [redacted]

Redacted

[redacted] with exciting new ideas in produce (grill station), grocery (multi-media demo center), specialty (seated tapas bar), and bakery (doughnuts – yes doughnuts!). It is also clear that our brand has broadened and widened its appeal [redacted].

[redacted] and, in particular, access to [redacted] The task here is to keep a [redacted]

In the same vein, [redacted]

Beyond existing operation, the [redacted]

Rocky Mountain

The story of the Rocky Mountain this year is the impact of the [redacted] With only [redacted] at this point, results [redacted] The region was [redacted]

[redacted] sales are [redacted] (though [redacted], but the store [redacted] We look for [redacted]

As most of the Board knows, Safeway opened its leading edge "Lifestyle" store in Boulder on 28th and Iris with expanded food service, a bakery, bigger produce, an

Redacted

extensive natural grocery set and even a nut roaster. [redacted] which nonetheless represent a longer J curve than we would like. Our ultimate answer here is our larger format size and more convenient parking – always a challenge at the current store. Company wide, I think it is our real estate strategy of larger more powerful stores that will prove to be our greatest competitive weapon against this new generation of supermarket retailing. Safeway, by the way, was named "Retailer of the Year" by Grocery Headquarters magazine. Remember though [redacted]

[redacted] came after [redacted] Fortunately, [redacted]

Will is building a full team of product coordinators incrementally this year, while effectively manage his G&A.

I have also just approved [redacted]

So the balance of the year should show [redacted]

Pacific Northwest

More of the same good stuff here in [redacted]

Comps were [redacted]

Redacted

[redacted] achieving the potential we always knew it had [redacted] The only [redacted]

Gross margins [redacted]

One [redacted]

[redacted]

I. Regional Stats

A. Pre-tax Income before Pre-opening Expense:

(in 000s)	Q2 06	Q2 05	% Incr.	Q1 06	Q4 05	Q3 05
Southwest	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Northern California						
Midwest						
Southern Pacific						
Rocky Mountain						
Pacific Northwest						
Total						

Redacted

B. EVA:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Southwest						
Northern California						
Midwest						
Southern Pacific						
Rocky Mountain						
Pacific Northwest						
Total						

C. Percent of Sales Statistics:
Second Quarter FY 2006

	SW	Norcal	Midwest	Sopac	Rocky Mtn	Pac NW
Sales Increase						
Comp Increase						
Gross Profit						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						
Pre-tax Income before Pre-opening Expenses						

II. Regional Operating Results

A. Southwest:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Sales						
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Southwest region reported a

Redacted

[redacted]

[redacted]

Overall gross margin [redacted]

Direct store expenses [redacted]

Store contribution was [redacted]

Redacted

The Southwest region was [redacted]

The region has no new store openings planned for the remainder of fiscal year 2006.

B. Northern California:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Sales	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Northern California region generated [redacted]

Gross margin [redacted]

Redacted

Direct store expenses [redacted]

Store contribution [redacted]

All stores in the region [redacted]

[redacted]

C. Midwest:

(in 000s)	Q2-06	Q2-05	Incr.	Q1-06	Q4-05	Q3-05
Sales	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Midwest region reported [redacted]

Redacted

[redacted]

Gross profit [redacted]

Direct store expenses [redacted]

Store contribution [redacted]

One store [redacted]

Redacted

[redacted]

[redacted]

[redacted]

[redacted]

D. Southern Pacific:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Sales	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Southern Pacific region reported [redacted]

Redacted

[redacted]

Gross margin [redacted]

Direct store expenses [redacted]

Store contribution [redacted]

No additional store openings are planned for fiscal 2006.

Redacted

E. Rocky Mountain:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Sales	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Rocky Mountain region reported a [redacted]

Gross margin [redacted]

Direct store expenses [redacted]

Redacted

[redacted]

[redacted]

[redacted]

[redacted]

No additional store openings are planned for fiscal 2006; [redacted]

F. Pacific Northwest:

(in 000s)	Q2 06	Q2 05	Incr.	Q1 06	Q4 05	Q3 05
Sales	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
Pre-tax Income[1]						
Gross Profit %						
Salaries and Benefits						
Other Direct Expenses						
G&A Expenses						

[1] Excludes pre-opening expense

The Pacific Northwest region reported [redacted]

Redacted

[redacted]

[redacted]

Direct store expenses [redacted]

Store contribution was [redacted]

[redacted]

[redacted]

Redacted

OPERATING STARS
Top Five Stores in Each Category
Second Quarter FY 2006

Average Weekly Sales ($):

1
2
3
4
5

WFM Average

Comp Sales Growth:

1
2
3
4
5

WFM Average

EVA ($):

1
2
3
4
5

WFM Average

EVA Improvement ($):

1
2
3
4
5

WFM Average

NOPAT ROIC:

1
2
3
4
5

WFM Average

Redacted

[redacted]

	Q3 FY 2005 Profit/Loss	Q4 FY 2005 Profit/Loss	Q1 FY 2006 Profit/Loss	Q2 FY 2006 Profit/Loss	Status
Retail					
[redacted]					
Non-Retail					
[redacted]					
[redacted]					

[redacted]

EPS Annualized (40% tax rate)

1 - Store or facility [redacted]
2 - Store or facility
3 - Store or facility
4 - Store or facility

5/31/2005

Redacted

FY06 Store Opening Schedule

	Qtr 1	Qtr 2	Qtr 3	Qtr 4	FY
Southwest					0
Rocky Mountain	Denver, CO				1
Northern California				Los Altos, CA	1
Pacific Northwest				Redmond, WA	1
North Atlantic	West Hartford, CT	Woburn, MA			2
Northeast	Jericho, NY				1
Midwest				Milwaukee, WI	1
Southern Pacific		Henderson, NV			1
Mid-Atlantic		Alexandria, VA *			1
South	Atlanta, GA		Greenville, SC	Duluth, GA *	3
Florida	Palm Beach, FL				1
	5	3	1	4	13

FY07 Store Opening Schedule

	Qtr 1	Qtr 2	Qtr 3	Qtr 4	FY
Southwest	[redacted]		[redacted]		2
Rocky Mountain					0
Northern California		[redacted]	[redacted]	[redacted]	5
Pacific Northwest	[redacted]				2
North Atlantic			[redacted]		2
Northeast	[redacted]	[redacted]			2
Midwest		[redacted]	[redacted]	[redacted]	4
Southern Pacific		[redacted]	[redacted]		2
Mid-Atlantic	[redacted]	[redacted]			2
South		[redacted]		[redacted]	2
Florida		[redacted]		[redacted]	2
	5	8	7	5	25

Redacted

FY08 Store Opening Schedule

	Qtr 1	Qtr 2	Qtr 3	Qtr 4	FY
Southwest	[redacted]		[redacted]		3
Rocky Mountain					0
Northern California	[redacted]			[redacted]	4
Pacific NW	[redacted]	[redacted]		[redacted]	3
North Atlantic		[redacted]			2
Northeast	[redacted]	[redacted]		[redacted]	4
Midwest	[redacted]	[redacted]			2
Southern Pacific		[redacted]	[redacted]	[redacted]	5
Mid-Atlantic			[redacted]	[redacted]	2
South		[redacted]		[redacted]	2
Florida	[redacted]		[redacted]		3
	9	7	7	7	30

Redacted

FY09 Store Opening Schedule

	Qtr 1	Qtr 2	Qtr 3	Qtr 4	FY
Southwest					0
Rocky Mountain					0
Northern Cal					0
Pacific NW	[redacted]				3
North Atlantic			[redacted]		1
Northeast		[redacted]			1
Midwest		[redacted]			2
Southern Pacific	[redacted]	[redacted]			5
Mid-Atlantic	[redacted]	[redacted]	[redacted]		6
South					0
Florida	[redacted]				1
	9	8	2	0	19

Redacted