

Exhibit 37 to Plaintiff's
Memorandum of Points and Authorities
in Support of Its Motion for Temporary
Restraining Order and Preliminary Injunction
(PX01202)

[PORTIONS REDACTED]

From: Roger Davidson
Sent: Monday, January 22, 2007 2:34 AM
To: Brandon Bagley; Steve Davis
Cc: Chad Smith; Sam Martin; 'Dan Hamilton'; Greg Mays; Debra Onaindia; Lisa Tucker
Subject: FW: Competitive Price Information

Attachments: Price Check Info 011907.xls
Brandon/Steve:

You can see [REDACTED] Whole Foods at retail. [REDACTED]
[REDACTED] It will therefore be necessary for your departments to offset these retail reductions with cost reductions by department (indicated at the bottom of the spreadsheet).

I would like to get a plan by Category Manager detailing how much money each one will target as cost reductions and their initiatives to do so. If you have overall departmental initiatives that you personally will negotiate to lower cost and reach these totals please include those also.

I will need these reports by Friday, Feb. 2

Excellent report Chad!

Thanks

Roger

From: Chad Smith
Sent: Friday, January 19, 2007 1:03 PM
To: Greg Mays
Cc: Roger Davidson
Subject: Competitive Price Information

Greg-

I have attached an Excel file summarizing the price check information you requested. The file has two worksheets. The first worksheet is the price check summary for the Top 400. This summary outlines the different areas and the competitors checked. I have shown the price index percentage by each department and competitor. Also placed on the summary the annual reduction in gross margin dollars by area, department, and as a total.

The second worksheet on the file outlines the scheduled price checks for 2007. This list does not reflect all price checks for 2007. I plan on having full department price checks performed in areas where we will be reducing prices to see if I can make up some of the margin loss. I will also be trying to perform these checks after competitor and grand openings.

When you get a chance, please stop by to discuss in more detail. Thanks

Chad Smith
Director of Pricing/Schematics
Wild Oats Markets, Inc
1821 30th Street
Boulder, CO 80301
Phone: 303.396.6732
Fax: 303.396.6151

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PX01202-001

Top 400 Price Check Summary
For September 2006

Non-Perishable Departments Only

Price Indexes are based on a straight calculation

	A	B	C	D	E	F	G	H
1	Price Check Area	Dairy	Frozen	Grocery	Bodycare	Supplements	Total	
2	(Negative Number = WD Is Higher in Retail)							
3	Northwest (OR & WA):	7 Stores						
4								
5								
6								
7	Annual Margin Reduction							
8		5 Stores						
9								
10								
11	Annual Margin Reduction							
12	Northeast:	7 Stores						
13								
14	Annual Margin Reduction							
15		4 Stores						
16								
17	Annual Margin Reduction							
18	Kentucky, Tenn, & Ark:	6 Stores						
19								
20	Annual Margin Reduction							
21	Colorado:	12 Stores						
22								
23								
24								
25								
26	Annual Margin Reduction							
27	Southwest (AZ, NV & UT):	11 Stores						
28								
29								
30								
31								
32	Annual Margin Reduction							
33	St. Louis & OK:	2 Stores						
34								
35	Annual Margin Reduction							
36	Florida:	4 Stores						
37								
38	Annual Margin Reduction							
39	New Mexico:	4 Stores						
40								
41								
42								
43	Annual Margin Reduction							
44	Midwest (OH, IN, & IL):	6 Stores						
45								
46	Annual Margin Reduction							
47	California (Henry's):	26 Stores						
48								
49								
50								
51								
52	Annual Margin Reduction							
53								
54	Company Total							
55								

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	A	B	C	D	E	F
1	Scheduled Price Checks					
2	For the 2007 Fiscal Year					
3						
4						
5	Timeframe	Area	Type	Competitors	Reason	
6	1/19/2007					
7	1/25/2007					
8	1/26/2007					
9	2/26/2007					
10	5/31/2007					
11	8/31/2007					
12	11/30/2007					
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