

**EXHIBIT 2**

**TO**

**JOINT MEMORANDUM OF POINTS AND AUTHORITIES  
OF WHOLE FOODS MARKET, INC. AND WILD OATS MARKETS, INC.  
IN OPPOSITION TO PLAINTIFF'S MOTION *IN LIMINE* TO EXCLUDE THE  
EXPERT REPORT AND TESTIMONY OF KELLYANNE CONWAY**

**Taurman, John D.**

---

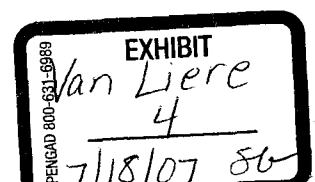
**From:** Horwitz, Reid [rhorowitz@ftc.gov]  
**Sent:** Sunday, July 15, 2007 9:54 AM  
**To:** Taurman, John D.  
**Subject:** Data requested  
**Attachments:** Response rate.xls; Zips.xls; Check Table 2.xls

Jack,

Here are the spreadsheets requested. All of the analyses were done using the data supplied by Ms. Conway.

Reid Horwitz  
Mergers II  
Federal Trade Commission  
202-326-2037  
rhorowitz@ftc.gov

7/17/2007



Check Table 2.xls

	A	B	C	D	E	F	G	H	I	J	K	
1	Pet produce bought at WF's in Typical Month * How Often Buy at WF's-- Produce Crosstabulation											
2	Count											
3		How Often Buy at WF's-- Produce									Total	
4		ONLY AT WF's	MOSTLY AT WF's	RARELY AT OTHER	HALF TIME AT WF's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WF's	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
5	Pet produce bought at WF's in Typical Month	0%	3	3	7	137	107	49	0	0	0	306
6		1%-10%	8	15	50	275	23	8	0	0	0	379
7		11%-20%	8	18	39	43	4	2	0	0	0	114
8		21%-30%	9	6	25	13	4	0	0	0	0	57
9		31%-40%	8	7	11	8	0	0	0	0	0	34
10		41%-50%	3	15	27	7	0	0	0	0	0	52
11		51%-60%	2	7	4	1	0	0	0	0	0	14
12		61%-70%	1	4	4	0	1	0	0	0	0	10
13		71%-80%	1	19	7	1	0	0	0	0	0	28
14		81%-90%	4	2	2	0	0	2	0	0	0	15
15		91%-100%	17	8	0	2	1	0	1	1	0	29
16		DO NOT KNOW	5	4	10	17	3	5	3	0	0	47
17		REFUSED	0	1	2	1	0	1	1	1	1	7
18	Total		69	114	188	505	143	67	5	5	1	1092
19												
20												
21												
22	Pet dairy bought at WF's in typical month * How Often Buy at WF's-- Dairy Crosstabulation											
23	Count											
24		How Often Buy at WF's-- Dairy									Total	
25		ONLY AT WF's	MOSTLY AT WF's	RARELY AT OTHER	HALF TIME AT WF's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WF's	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
26	Pet dairy bought at WF's in typical month	0%	6	11	18	187	204	81	1	1	3	511
27		1%-10%	9	14	31	200	29	11	2	1	1	297
28		11%-20%	5	8	18	32	8	4	0	0	0	75
29		21%-30%	3	9	10	12	7	2	0	0	0	43
30		31%-40%	3	4	5	3	4	1	0	0	0	17
31		41%-50%	3	8	22	6	2	1	0	0	0	42
32		51%-60%	0	1	2	4	0	0	0	0	0	7
33		61%-70%	2	1	2	0	0	0	0	0	0	5
34		71%-80%	0	6	2	0	1	0	0	0	0	9
35		81%-90%	3	10	3	1	0	0	0	0	0	17
36		91%-100%	9	11	3	3	0	0	1	1	0	28
37		DO NOT KNOW	4	9	4	7	6	4	3	1	1	35
38		REFUSED	0	0	1	0	1	3	1	0	0	6
39	Total		47	81	127	455	262	107	8	5	1	1092
40												
41												
42												
43	Pet meat and fish bought at WF's in typical month * How Often Buy at WF's-- Meat and Fish Crosstabulation											
44	Count											
45		How Often Buy at WF's-- Meat and Fish									Total	
46		ONLY AT WF's	MOSTLY AT WF's	RARELY AT OTHER	HALF TIME AT WF's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WF's	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
47	Pet meat and fish bought at WF's in typical month	0%	7	9	13	205	228	103	2	2	0	587
48		1%-10%	7	7	33	135	18	8	1	1	0	209
49		11%-20%	11	11	19	26	7	0	0	1	0	65
50		21%-30%	4	5	18	14	4	2	0	0	1	48
51		31%-40%	3	4	11	6	1	1	0	0	0	26
52		41%-50%	1	11	18	6	1	0	0	0	0	37
53		51%-60%	2	1	4	3	0	0	0	0	0	10
54		61%-70%	0	6	1	0	0	0	0	0	0	7
55		71%-80%	6	12	3	2	0	0	0	0	0	23
56		81%-90%	3	6	1	0	0	0	0	0	0	10
57		91%-100%	20	15	3	11	1	0	0	0	0	40
58		DO NOT KNOW	3	2	8	8	6	10	0	1	1	38
59		REFUSED	1	0	1	1	2	6	1	1	0	12
60	Total		58	89	133	407	268	130	5	2	1	1092
61												
62												
63												
64	Pet prepared foods bought at WF's in typical month * How Often Buy at WF's-- Prepared Foods Crosstabulation											
65	Count											
66		How Often Buy at WF's-- Prepared Foods									Total	
67		ONLY AT WF's	MOSTLY AT WF's	RARELY AT OTHER	HALF TIME AT WF's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WF's	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
68	Pet prepared foods bought at WF's in typical month	0%	14	11	14	146	151	251	2	2	1	590
69		1%-10%	13	21	29	105	20	30	0	0	0	218
70		11%-20%	4	8	11	16	2	4	0	0	0	45
71		21%-30%	6	11	9	10	2	2	0	0	0	40
72		31%-40%	2	3	3	2	2	1	0	0	0	13
73		41%-50%	3	8	13	4	3	2	0	0	0	33
74		51%-60%	0	4	0	2	0	0	0	0	0	6
75		61%-70%	0	3	2	1	0	0	0	0	0	6
76		71%-80%	2	12	8	3	1	1	0	0	0	26
77		81%-90%	1	6	1	3	1	1	0	0	0	12
78		91%-100%	15	15	2	7	1	2	0	0	0	42
79		DO NOT KNOW	2	3	3	6	5	22	1	1	1	43
80		REFUSED	2	0	0	2	2	9	1	2	1	18
81	Total		64	105	95	306	190	324	4	4	2	1092
82												
83												
84												
85	Pet produce bought at WO's in Typical Month * How Often Buy at WO's-- Produce Crosstabulation											
86	Count											
87		How Often Buy at WO's-- Produce									Total	
88		ONLY AT WO's	MOSTLY AT WO's	RARELY AT OTHER	HALF TIME AT WO's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WO's	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
89	Pet produce bought at WO's in Typical Month	0%	3	3	6	90	135	49	4	2	2	292
90		1%-10%	14	17	32	166	23	9	0	0	0	260
91		11%-20%	3	2	17	24	1	1	0	0	0	53

A	B	C	D	E	F	G	H	I	J	K		
92	21%-30%	3	8	16	14	3	0	0	1	45		
93	31%-40%	3	7	7	3	1	0	0	0	16		
94	41%-50%	1	9	14	1	0	0	0	0	25		
95	51%-60%	3	3	8	1	0	0	0	0	15		
96	61%-70%	0	1	1	1	0	0	0	0	3		
97	71%-80%	2	10	3	0	0	0	0	0	15		
98	81%-90%	0	7	1	0	0	0	0	0	10		
99	91%-100%	9	0	2	1	0	0	0	0	12		
100	DO NOT KNOW	0	1	1	6	8	5	9	0	30		
101	REFUSED	0	0	0	1	1	2	0	0	4		
102	Total	43	68	108	308	171	66	13	3	780		
103												
104												
105												
106	Per dairy bought at WO's in typical month * How Often Buy at WO's-- Dairy Crosstabulation											
107	Count											
108		How Often Buy at WO's-- Dairy								Total		
109		ONLY AT WO's	MOSTLY AT WO's	RARELY AT OTHER	HALF TIME AT WO's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WO	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
110	Per dairy bought at WO's in typical month	0%	6	3	8	120	224	94	5	2	462	
111		1%-10%	4	7	23	99	26	12	1	0	172	
112		11%-20%	2	5	12	9	6	2	0	0	36	
113		21%-30%	4	4	7	8	2	1	0	0	28	
114		31%-40%	0	2	3	0	0	0	0	0	9	
115		41%-50%	0	2	4	2	0	1	0	0	9	
116		51%-60%	0	2	2	0	1	0	0	0	5	
117		61%-70%	0	1	1	0	0	0	0	0	2	
118		71%-80%	0	3	1	0	0	0	0	0	5	
119		81%-90%	0	4	1	0	0	1	0	0	6	
120		91%-100%	7	5	0	1	2	1	0	0	16	
121		DO NOT KNOW	0	0	3	6	3	5	6	0	23	
122		REFUSED	1	0	1	1	2	3	0	0	7	
123	Total		23	41	66	250	266	120	12	2	780	
124												
125												
126												
127	Per meat and fish bought at WF's in typical month * How Often Buy at WO's-- Meat and Fish Crosstabulation											
128	Count											
129		How Often Buy at WO's-- Meat and Fish								Total		
130		ONLY AT WO's	MOSTLY AT WO's	RARELY AT OTHER	HALF TIME AT WO's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WO	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
131	Per meat and fish bought at WF's in typical month	0%	10	7	11	121	239	115	3	1	509	
132		1%-10%	5	10	13	78	13	5	0	0	124	
133		11%-20%	1	2	13	13	0	4	0	1	34	
134		21%-30%	2	5	2	7	1	0	0	0	17	
135		31%-40%	1	0	2	1	1	0	0	0	5	
136		41%-50%	2	6	9	4	0	0	0	0	21	
137		51%-60%	0	4	4	1	0	0	0	0	9	
138		61%-70%	0	1	0	1	0	1	0	0	3	
139		71%-80%	1	2	0	0	0	0	0	0	3	
140		81%-90%	0	6	2	0	0	1	0	0	9	
141		91%-100%	7	1	1	2	0	1	0	0	12	
142		DO NOT KNOW	0	2	2	6	2	9	5	0	26	
143		REFUSED	0	0	1	0	1	5	1	0	8	
144	Total		29	46	60	234	257	141	9	4	780	
145												
146												
147	Per prepared foods bought at WO's in typical month * How Often Buy at WO's-- Prepared Foods Crosstabulation											
148	Count											
149		How Often Buy at WO's-- Prepared Foods								Total		
150		ONLY AT WO's	MOSTLY AT WO's	RARELY AT OTHER	HALF TIME AT WO's	HALF TIME AT OTHER	MOSTLY AT OTHER	RARELY AT WO	ONLY AT OTHER	DO NOT PURCHASE	DO NOT KNOW	REFUSED
151	Per prepared foods bought at WO's in typical month	0%	17	11	14	103	167	173	5	5	495	
152		1%-10%	6	14	18	62	19	12	1	0	132	
153		11%-20%	2	5	15	11	3	2	0	0	38	
154		21%-30%	0	2	4	8	0	0	0	0	14	
155		31%-40%	1	1	2	5	0	1	0	0	10	
156		41%-50%	0	4	6	4	1	1	0	0	16	
157		51%-60%	0	0	1	1	0	0	0	0	2	
158		61%-70%	0	0	1	0	0	0	0	0	1	
159		71%-80%	1	1	2	1	0	0	0	0	5	
160		81%-90%	0	3	0	0	0	1	0	0	4	
161		91%-100%	6	5	4	1	1	1	2	0	20	
162		DO NOT KNOW	1	0	2	9	4	12	5	0	33	
163		REFUSED	0	0	1	0	1	8	0	0	10	
164	Total		34	46	70	205	196	211	13	5	780	

Check Table 2.xls

	A	B	C	D	E	F	G	H	I	J	K	L
1	Under - estimators											
2												
3	1) Anyone who said they "only buy at WF" but said they buy between 0 and 80 percent											
4	2) Anyone who said they "mostly buy at WF" but said they buy between 0 and 50 percent											
5	3) Anyone who said they buy "half time at WF" but said they buy between 0 and 40 percent or said they buy 81 percent or more											
6												
7	For the over - estimators											
8												
9	1) Anyone who said they buy "mostly at other" but said they buy 51 percent or more at WF											
10	2) Anyone who said "only at other" but said they buy 11 percent or more at WF											
11	3) Anyone who said "they do not purchase the item" but said they buy 1 percent or more at WF											
12												
13	Removed all the don't knows and refused.											