

WILD OATS MARKETS INC

Form 8-K

August 28, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 23, 2007

WILD OATS MARKETS, INC.

(Exact name of registrant as specified in its charter)

Delaware

0-21577

84-1100630

(State or other jurisdiction of
incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

1821 30th Street

Boulder, Colorado 80301

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(303) 440-5220**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On August 23, 2007, the Company issued a press release stating that the U.S. Court of Appeals for the District of Columbia denied the FTC's request for a stay to preclude the closing of the transactions contemplated by the merger agreement between the Company and Whole Foods Market, Inc. pending the FTC's appeal of the district court's ruling. The appeals court also dissolved the August 20, 2007 administrative injunction which had prevented the transactions from going forward. A copy of the joint press release is furnished herewith as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Joint Press Release of Wild Oats Markets, Inc. and Whole Foods Market, Inc., dated August 23, 2007. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WILD OATS MARKETS, INC.

Date: August 28, 2007

By: /s/ Gregory Mays

Name: Gregory Mays

Title: Executive Officer

EXHIBIT INDEX

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