

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person *<br><b>Coe Mary Ellen</b><br><br>(Last) (First) (Middle)<br><b>550 BOWIE ST</b><br>(Street)<br><b>AUSTIN, TX 78703</b><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>WHOLE FOODS MARKET INC [ WFM ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>5/19/2017</b>  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY)   |  |   |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                                     |  |                |                                   |                              |   |   |            |   |  |  |   |   |   |  |  |
|--|--|----------------|-----------------------------------|------------------------------|---|---|------------|---|--|--|---|---|---|--|--|
| 1. Title of Security<br>(Instr. 3)   |  | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)                      |            |   | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)                             | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |   |   |  |  |
|  |  |                |                                   | Code                         | V | Amount  | (A) or (D) | Price                                   |  |  |   |   |   |  |  |
| Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities) |  |                |                                   |                              |   |   |            |   |  |  |   |   |   |  |  |
| 1. Title of Derivate Security<br>(Instr. 3)  | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            | 6. Date Exercisable and Expiration Date |  | 7. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 3 and 4) |   | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|  |  |                |                                   | Code                         | V | (A)   | (D)        | Date Exercisable                        | Expiration Date  | Title  | Amount or Number of Shares                            |   |   |  |  |
| Non-Qualified Stock Option (right to buy)  | \$35.99  | 5/19/2017      |                                   | A                            |   | 2250  |            | (1)                                     | 5/19/2024  | Common Stock   | 2250.0  | \$0   | 2250  | D  |  |

Explanation of Responses:

(1) The option, representing a right to purchase 2,250 shares, is exercisable in four equal annual installments beginning on May 19, 2018, which is the first anniversary of the date on which the option was granted.

Reporting Owners

| Reporting Owner Name / Address                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Coe Mary Ellen<br>550 BOWIE ST<br>AUSTIN, TX 78703 | X             |           |         |       |

Signatures

/s/ Albert Percival as Attorney-in-Fact for Mary Ellen Coe

5/23/2017

Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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