

FLOWERS FOODS INC
Form 3
June 09, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â RAZMINAS VYTO F		(Month/Day/Year)	FLOWERS FOODS INC [FLO]	
(Last)	(First)	(Middle)	06/09/2008	
1310 MILLPOND ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
THOMASVILLE,Â GAÂ 31792			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			SVP&Chief Information Officer	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,100	D	Â
Common Stock	73	I	401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (Right to Buy) <u>(1)</u>	01/03/2009	01/03/2013	Common Stock	9,075	\$ 18.68	D	Â
Option (Right to Buy) <u>(1)</u>	02/05/2010	02/05/2014	Common Stock	9,825	\$ 19.57	D	Â
Option (Right to Buy) <u>(1)</u>	02/04/2011	02/04/2015	Common Stock	9,400	\$ 24.75	D	Â
Option (Right to Buy) <u>(1)</u>	02/05/2010	02/05/2014	Common Stock	1,725 <u>(2)</u>	\$ 19.57	I	By Spouse
Option (Right to Buy) <u>(1)</u>	02/04/2011	02/04/2015	Common Stock	1,800 <u>(2)</u>	\$ 24.75	I	By Spouse
Restricted Stock Award <u>(1)</u>	02/05/2009	02/05/2009 ⁽³⁾	Common Stock	450 <u>(2)</u>	\$ 0	I	By Spouse
Restricted Stock Award <u>(1)</u>	02/04/2010	02/04/2010 ⁽³⁾	Common Stock	450 <u>(2)</u>	\$ 0	I	By Spouse
Restricted Stock Award <u>(1)</u>	02/05/2009	02/05/2009 ⁽³⁾	Common Stock	2,625	\$ 0	D	Â
Restricted Stock Award <u>(1)</u>	02/04/2010	02/04/2010 ⁽³⁾	Common Stock	2,300	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAZMINAS VYTO F 1310 MILLPOND ROAD THOMASVILLE, GA 31792	Â	Â	Â SVP&Chief Information Officer	Â

Signatures

Stephen R. Avera,
Agent 06/09/2008

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Granted pursuant to the Flowers Foods, Inc. 2001 Equity and Performance Incentive Plan.
- (2) Beneficial ownership is disclaimed.
- (3) Grant expires on Exercisable Date if performance measures are not met.

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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