Edgar Filing: FLOWERS FOODS INC - Form 4

FLOWERS	FOODS INC							
Form 4								
May 28, 20							APPROVAL	
FORM	A 4 UNITED	STATES SECU	RITIES AND EX	KCHANGE	COMMISSION			
Cha ala d		W	ashington, D.C. 2	0549		Number:	3235-0287	
Subject to Section 16. Form 4 or			NGES IN BENE SECURITIES			Expires: Estimate burden h response	•	
obligation may con <i>See</i> Inst 1(b).	ons Section 17(a) of the Public	Jtility Holding Co nvestment Compa	ompany Act o	f 1935 or Sectio	on		
(Print or Type	Responses)							
LANIER JOSEPH L JR Symbol			er Name and Ticker o /ERS FOODS IN	-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I		of Earliest Transactio		(Che	ck all applica	ble)	
			Day/Year) 2010	X_ Director 10% Owner Officer (give title Other (specify below) below)				
WEST PO	(Street)	Filed(M	nendment, Date Origin onth/Day/Year)	nal	6. Individual or J Applicable Line) _X_ Form filed by Form filed by	One Reporting	Person	
					Person			
(City)	(State)	(Zip) Ta	ble I - Non-Derivativ	e Securities Ac	quired, Disposed o	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Transaction(A) or I	(A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/27/2010		G V 2,934	D \$ 25.24	48,191	D		
Common Stock					8,958	I	By Spouse	
Common Stock					5,879	I	Flowers Stock Tracking A/C (2)	
Common Stock					15,229	Ι	By Limited Partnership	
Common					48,385	Ι	By Limited	

Edgar Filing: FLOWERS FOODS INC - Form 4

Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	Execution Date, if any	Code	5. onNumber of	6. Date Exerci Expiration Dat (Month/Day/Y	ie	7. Title and A Underlying S (Instr. 3 and 4	Securities	8. Price o Derivativ Security
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock (3)	\$ 0					06/09/2010	(4)	Common Stock	4,730	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LANIER JOSEPH L JR PO BOX 610 WEST POINT, GA 31833-0610	Х					
Signatures						
/s/ Stephen R. Avera, Agent	05/28/20	10				
<u>**Signature of Reporting</u>	Date					

Person

Explanation of Responses:

- * 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).
- (1) Beneficial ownership is disclaimed.
- (2) Under the terms of the Flowers Foods Executive Deferred Compensation Plan, reporting person elected to have a portion of plan contributions valued as shares of the issuer's common stock, as of the closing stock price on 01/02/2009. Each unit of the Flowers Stock

Partnership

Edgar Filing: FLOWERS FOODS INC - Form 4

Tracking Account is the equivalent of one share of issuer's common stock.

- (3) Granted pursuant to the Flowers Foods, Inc. 2001 Equity and Performance Incentive Plan.
- (4) No expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.