

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 THRIFFILEY DONALD A JR			(Month/Day/Year) 06/09/2008		FLOWERS FOODS INC [FLO]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)
200 OAK TRACE DRIVE			(Check all applicable)			6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			___ Director ___ 10% Owner			__X__ Form filed by One Reporting Person
THOMASVILLE,Â GAÂ 31792			__X__ Officer ___ Other (give title below) (specify below)			___ Form filed by More than One Reporting Person
(City) (State) (Zip)			SVP Human Resources			

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	20,640	D	Â
Common Stock	3,531	I	by 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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	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
Restricted Stock Award <u>(1)</u>	02/05/2009	02/05/2009 ⁽²⁾	Common Stock	2,625	\$ 0	D	Â
Restricted Stock Award <u>(2)</u>	02/04/2010	02/04/2010 ⁽²⁾	Common Stock	2,300	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THRIFFILEY DONALD A JR 200 OAK TRACE DRIVE THOMASVILLE, GA 31792	Â	Â	Â SVP Human Resources	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) 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. 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.