Edgar Filing: FLOWERS FOODS INC - Form 4

Form 4			
March 16, 2009			
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION	OMB APPROVAL		
Washington, D.C. 20549	OMB 3235-0287 Number:		
Check this box	Expires: January 31,		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF	Estimated average 2005		
Section 16. SECURITIES	burden hours per		
Form 4 or Form 5 Eiled pursuant to Section 16(a) of the Securities Exchange Act of 1034	response 0.5		
skligations			
may continue. $20(h)$ of the Investment Company Act of 1935 of Section	n		
1(b).			
(Print or Type Responses)			
1. Name and Address of Reporting Person [*] _2. Issuer Name and Ticker or Trading 5. Relationship of	Reporting Person(s) to		
BEVERLY JOE E Symbol Issuer			
FLOWERS FOODS INC [FLO]	le all appliachta)		
(Last) (First) (Middle) 3. Date of Earliest Transaction	k all applicable)		
(Month/Day/Year)X_ Director	X_ Director 10% Owner Officer (give title Other (specify below) below)		
(1.)/(0.)/(0.000)			
	,		
(Street)4. If Amendment, Date Original6. Individual or JoFiled(Month/Day/Year)Applicable Line)	oint/Group Filing(Check		
Thed(Monut/Day/Tear) Application Entry			
	One Reporting Person		
X Form filed by C	One Reporting Person fore than One Reporting		
THOMASVILLE GA 31792 Form filed by C Form filed by M	Iore than One Reporting		
THOMASVILLE, GA 31792 (City) (City) (City) (City)	Iore than One Reporting		
THOMASVILLE, GA 31792	 fore than One Reporting f, or Beneficially Owned 6. 7. Nature of Ownership Indirect 		
THOMASVILLE, GA 31792	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form:		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if Transactionr Disposed of (D) Securities (Instr. 3) (Month/Day/Year) (Instr. 8) Owned	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if 3ny Code (Instr. 3, 4 and 5) Beneficially (Instr. 4) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned Following	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if Transactionor Disposed of (D) Securities (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned (A) Transaction(s) Transaction(s)	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if any Code (Instr. 3, 4 and 5) Beneficially (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned Following (A) or (A) or (Instr. 3 and 4) (Instr. 3 and 4)	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)		
City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of Security 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of (Instr. 3) 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of (Instr. 3) 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if any Code (Instr. 3, 4 and 5) Beneficially (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned Following Reported 7ransaction(s) 0 Transaction(s) (Instr. 3 and 4) Common 03/16/2009 P 5.000 \$ 92.420	Aore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)		
THOMASVILLE, GA 31792	fore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of Security 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of (Instr. 3) 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of (Instr. 3) 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if any Code (Instr. 3, 4 and 5) Beneficially (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned Following Reported 7ransaction(s) 0 Transaction(s) (Instr. 3 and 4) Common 03/16/2009 P 5.000 \$ 92.420	fore than One Reporting 6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		

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 2 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and Amount of 8. Price of 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date **Underlying Securities** Derivativ of Security or Exercise any Code (Month/Day/Year) (Instr. 3 and 4) Security (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative (Instr. 5) Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount or Date Expiration Title Number Exercisable Date of Code V (A) (D) Shares Deferred Common \$0 (3) 06/03/2009 3,580 Stock (2) Stock

Edgar Filing: FLOWERS FOODS INC - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEVERLY JOE E 1132 GORDON AVENUE THOMASVILLE, GA 31792	Х			
Signatures				
/s/ Stephen R. Avera, Agent	03/16/2009			
<u>**</u> Signature of Reporting Person	Date			

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) Granted pursuant to the Flowers Foods, Inc. 2001 Equity and Performance Incentive Plan.
- (3) 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.