Edgar Filing: FLOWERS FOODS INC - Form 4

FLOWERS F	FOODS INC											
Form 4												
January 03, 2	017											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
Subject to Section 16. Form 4 or				ANGES IN BENEFICIAL OWNERSHI SECURITIES					Expires:January 3 200Estimated averageburden hours per response0			
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17	7(a) of the l	Public Uti		ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n			
(Print or Type R	esponses)											
GASS RHONDA Sy			Symbol	2. Issuer Name and Ticker or Trading Symbol FLOWERS FOODS INC [FLO]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(N 1000 STANLEY DRIVE (Street) 4.			3. Date of Earliest Transaction (Month/Day/Year) 01/03/2017					XDirector10% Owner Officer (give titleOther (specify below) below)				
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEW BRITA	AIN, CT 06053	;							More than One Ro			
(City)	(State)	ate) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							lly Owned			
(Instr. 3) any				4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	01/03/2017			Code V M	Amount 2,530	or (D) A	Price \$ 0 (1)	(Instr. 3 and 4)	D			

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock (2)	\$ 0 <u>(1)</u>	01/03/2017		М	2,530	01/03/2017	(3)	Common Stock	2,530	
Deferred Stock (2)	<u>(1)</u>					05/25/2017	(3)	Common Stock	6,934	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GASS RHONDA 1000 STANLEY DRIVE NEW BRITAIN, CT 06053	Х							
Signatures								
/s/ Stephen R. Avera, Agent	01/03/2017							
**Signature of Reporting	Date	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) In accordance with the terms of the Deferred Shares Agreement for Directors, the deferred shares awarded do not have a conversion or exercise price.
- (2) Granted under the Flowers Foods, Inc. 2014 Omnibus Equity and Incentive Compensation Plan.
- (3) No expiration date.

Person

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.