

number.

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

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. Transaction Code (Instr. 8)	5. Number of 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. D	9. S	10. (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy) ⁽²⁾	\$ 18.68					01/03/2009	01/03/2013	Common Stock	153,900	
Option (Right to Buy) ⁽²⁾	\$ 19.57					02/05/2010	02/05/2014	Common Stock	222,000	
Option (Right to Buy) ⁽²⁾	\$ 24.75					02/04/2011	02/04/2015	Common Stock	235,100	
Restricted Stock Award ⁽²⁾	\$ 0					02/04/2010	⁽³⁾	Common Stock	58,050	
Option (Right to Buy) ⁽²⁾	\$ 23.84					02/09/2012	02/09/2016	Common Stock	270,300	
Restricted Stock Award ⁽²⁾	\$ 0					02/09/2011	⁽³⁾	Common Stock	55,600	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEESE GEORGE E 1919 FLOWERS CIRCLE THOMASVILLE, GA 31757	X		Chairman-Bd, CEO, President	

Signatures

/s/ Stephen R. Avera,
Agent

06/11/2009

__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) 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.