Edgar Filing: FLOWERS FOODS INC - Form 4

FLOWERS FOO Form 4 October 09, 201								
						OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					COMMISSION	OMB Number:	3235-0287	
Check this bo if no longer subject to Section 16. Form 4 or	STATEME	NT OF CHAN	NGES IN BENEFI SECURITIES	Expires:				
Form 5 obligations may continue <i>See</i> Instruction 1(b).	Ations continue. Instruction 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 Resp	oonses)							
1. Name and Address of Reporting Person <u>*</u> WOOD C MARTIN III		Symbol	er Name and Ticker or ERS FOODS INC	-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mide		of Earliest Transaction		(Check	c all applicable)	
125-C NORTH BROAD STREET, SUITE 313		,	Day/Year)	X_ Director 10% Owner Officer (give title Other (specify below) below)				
	(Street)	4. If Am	endment, Date Original	6. Individual or Joint/Group Filing(Check				
Filed(M THOMASVILLE, GA 31792			onth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Zij	^{p)} Tab	ole I - Non-Derivative	Securities Acq	uired, Disposed of,	or Beneficial	ly Owned	
			Transaction(A) or Di Code (Instr. 3,		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 10 Stock	0/07/2015		Code V Amount G V 2,100	(D) Price D \$ 25.88		D		
Common Stock					493.05	I	By 401(k)	
Common Stock					6,527,872	Ι	By Spouse	
Common Stock					116,865	Ι	By Trust (3)	

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) 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		4.	5.	6. Date Exerci		7. Title and A		
Derivative Security	Conversion or Exercise	(Month/Day/Year)	Execution Date, if	Transaction Code	onNumber of	Expiration Dat (Month/Day/Y		Underlying S (Instr. 3 and		Derivativ Security
(Instr. 3)	Price of Derivative Security		any (Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e	ear)	(msu. 5 and	4)	(Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock (4)	\$ 0 <u>(5)</u>					06/09/2016	(6)	Common Stock	6,026	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
WOOD C MARTIN III 125-C NORTH BROAD STREET SUITE 313 THOMASVILLE, GA 31792	х						
Signatures							
/s/ Stephen R. Avera, Agent	10/09/2015						
<u>**</u> Signature of Reporting	Date						

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).
- Total includes exempt acquisitions of shares allocated to reporting person under Issuer's 401(k) Plan, based on a plan statement dated as (1) of 12/31/2014.
- (2) Beneficial ownership is disclaimed.
- (3) By trust for reporting person's sister and nephew.

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- (4) Granted under the Flowers Foods, Inc. 2014 Omnibus Equity and Incentive Compensation Plan.
- (5) In accordance with the terms of the Deferred Shares Agreement for Directors, the deferred shares awarded do not have a conversion or exercise price.
- (6) 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.