

FLOWERS FOODS INC  
Form 8-K  
November 10, 2005

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 8-K**  
**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): November 10, 2005

**FLOWERS FOODS, INC.**

(Exact name of registrant as specified in its charter)

Georgia	1-16247	58-2582379
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1919 Flowers Circle, Thomasville, GA

31757

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (229) 226-9110

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

Set forth below is a reconciliation of net income to EBITDA (earnings before interest, taxes, depreciation and amortization) for the company's third quarter ended October 8, 2005.

**Flowers Foods**

**Reconciliation of Net Income to EBITDA from Continuing Operations**

(000's omitted)

	<b>For the 12 - Week Period Ended October 8, 2005</b>
Net Income	\$ 11,845
Add loss from discontinued operations, net of tax	1,627
Add minority interest in variable interest entity	1,125
Add income tax expense	8,257
Subtract interest income, net	(1,483)
Add depreciation and amortization	13,530
 EBITDA from Continuing Operations	 \$ 34,901

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FLOWERS FOODS, INC.**

By: /s/ Jimmy M. Woodward

Name: Jimmy M. Woodward  
Title: Sr. Vice-President, Chief  
Financial Officer and  
Chief Accounting Officer

Date: November 10, 2005