

2011 Sustainability Report

Flowers Foods recognizes that without a healthy environment our company cannot be successful. We are committed to applying sustainability principles to all aspects of our business. We encourage every Flowers Foods team member to be responsible for conserving natural resources and to seek ways to improve the company's use of those resources.

Working with our team members, business partners, suppliers, and customers, Flowers Foods strives to prevent waste of water, packaging, energy, and other resources. Our commitment to sustainability makes us a better and stronger company. We believe these efforts increase profitability and enhance shareholder value over the long term.



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Ongoing Sustainability Initiatives

- Reduce all forms of waste
- Recycle and reduce resources whenever possible
- Reduce fuel and energy consumption
- Further integrate sustainability into core processes
- Work with suppliers to embrace sustainability initiatives
- Educate workforce about sustainability
- Participate in community efforts to encourage sustainability

About this Report

This report covers the 2011 calendar year. It includes forward-looking goals, covers bakeries owned and operated by Flowers Foods, and includes data for distribution, warehouse, office facilities, and resale outlet stores.

In May 2011, Flowers acquired Tasty Baking Company with two cake bakeries in Pennsylvania. Data from our Tasty Baking facilities are included in this report. For meaningful comparison, and to provide a more accurate picture of our performance, we are presenting 2011 data both with and without Tasty Baking. Due to incomplete data, Tasty Baking warehouse facilities are not included in this report.

The information contained in this report is subject to internal data management systems and controls and has been reviewed by our internal audit staff. Flowers Foods does not yet seek external verification of its sustainability reporting.

For more information about
**Flowers Foods and
 its sustainability initiative,**
 visit www.flowersfoods.com.



Our Vision

Together we work to be a truly exceptional company focused on growth opportunities for grain-based foods.

Our Mission

To drive sustainable growth that enhances value for our shareholders, associates, distributors, customers, consumers, and communities

Our Guiding Principles

- Integrity
- Service
- Quality
- Commitment

The Flowers Way

- Grow sales
- Invest wisely
- Give extraordinary service
- Bake smart
- Appreciate team



Message from Flowers Foods' Sustainability Director

This is Flowers Foods' fifth consecutive sustainability report. While our 2011 sustainability performance improved in some areas, ongoing consolidation in the baking industry continued to have a "roller coaster effect" on our sustainability measurements as bakeries are acquired and as products and operational dynamics grow and change.

Between 2007 (when we issued our first sustainability report) and 2011, Flowers acquired six bakeries and one bakery mix plant and expanded the geographic reach of its direct-store-delivery (DSD) territory from roughly 50% of the U.S. population to approximately 65%. In 2012, that growth continued. As of this writing, Flowers had acquired another company with three bakeries and our current DSD territory now reaches approximately 70% of the U.S. population. This latest acquisition will be noted in our 2012 report.

Operating efficiently has been a part of Flowers' DNA since the opening of its first bakery in 1919. Energy efficiency is a key component of this since we know it is vital to our long-term goal of being the low-cost producer of quality bakery foods in the U.S. We instill this efficiency mindset into the teams at every bakery we operate.

In 2011, we implemented bakery level sustainability goals and integrated these goals into our corporate Pinnacle Awards program. Each bakery, led by its Green Team members, strives to continuously improve its performance. One area of emphasis has been eliminating waste in the production process by more careful analysis of product yields. We have achieved consistent improvements in this area, year over year. We believe eliminating ingredient materials waste not only saves money, but also saves on the energy and carbon required to bring those ingredients from the farm to the bakery. This reflects an important component of our sustainability philosophy, which is to be the best steward of all resources within our control.

Dale Mediate
Director of Sustainability

Operational Efficiency

Our primary focus in recent years has been on eliminating all forms of waste within our direct supply chain. We have found that concentrating on our yield has successfully impacted the triple bottom line of sustainability.

One measure of our operational efficiency is production yield, which helps determine ingredient waste. This is calculated by looking at what ingredients go into making every product versus what ships as finished product. Our continuing improvement in production yield is due to our ongoing focus on quality and process improvement.

In 2011, our overall production yield increased by more than 0.30% over 2010, reducing ingredient waste by approximately 9.8 million pounds. Since 2008, our production yield has increased 1.19 percentage points. This means Flowers has eliminated approximately 36.2 million pounds of ingredient waste in 2011 compared to the 2008 rate.

Another measure of operational efficiency is our DSD delivery efficiency. This looks at what was shipped as finished product versus what was sold to the consumer. In 2011, our DSD delivery efficiency increased by more than 0.70%, which reduced material waste by 13.7 million pounds.

Carbon Footprint

In calculating our carbon footprint, we use the World Resources Institute and World Business Council for Sustainable Development's Greenhouse Gas Protocol (GHG Protocol), the global standard for greenhouse gas accounting.

We are focusing on Scope 1 and Scope 2 emissions. Under the GHG Protocol, emissions are classified by their source, and Flowers' core emissions fall into Scope 1 or Scope 2 classifications. Scope 1 emissions are direct emissions from owned or operated facilities, such as the oven fuel burned during our bakery production and the gas or diesel fuel used by company-owned or operated vehicles. Scope 2 emissions are indirect emissions resulting from the electricity used in our business. Flowers Foods also has some emissions that fall under Scope 3--indirect emissions that occur at, or come from sources outside, our company. These emissions are generated as a

consequence of our business, such as the fuel used by our independent distributors to get our baked foods from warehouse to customer. Due to complexities, we are not yet able to collect data on Scope 3 emissions.

In 2011, our Scope 1 emissions for manufacturing operations were 142,643 metric tonnes of CO₂e and 12,157 metric tonnes CO₂e for non-manufacturing facilities for a total of 154,800 metric tonnes of CO₂e. This 1.7% decrease in our manufacturing Scope 1 emissions was due primarily to improvements in manufacturing yield and refrigeration systems.

Our Scope 2 emissions were 228,438 metric tonnes of CO₂e for manufacturing operations, and 22,783 metric tonnes CO₂e for non-manufacturing facilities for a total of 251,221 metric tonnes of CO₂e. This 4.9% increase in our Scope 2 emissions was the result of acquiring the two Tasty Baking facilities and adding additional distribution warehouses during the year.

Indexed to production, our bakeries generated 0.324 tonnes CO₂e per metric ton of finished product in 2011 compared to 0.326 in 2010. Our non-manufacturing facilities generated 0.033 tonnes CO₂e per metric ton of product sold in 2011 compared to 0.031 in 2010.

Note: CO₂e stands for carbon dioxide equivalent and is the internationally recognized measure of greenhouse emissions.

Water Stewardship

Water is a valuable resource and a vital ingredient in bakery foods. A dependable and clean water supply is critical for our bakeries, which obtain water from local municipal water systems. We comply with all waste water and storm water regulations and work with our municipal partners to ensure a continuous and healthy water supply in all the communities where we operate.

Our production poundage per gallon of water (excluding Tasty bakeries acquired in mid-2011) increased slightly from 5.66 finished product pounds per gallon of water in 2010 to 5.74 in 2011.

Total indexed water usage for all Flowers bakeries in 2011 (including Tasty Baking) decreased to 5.53 of finished product per gallon of water. This decrease is due to the two Tasty bakeries acquired in mid-2011. As we bring

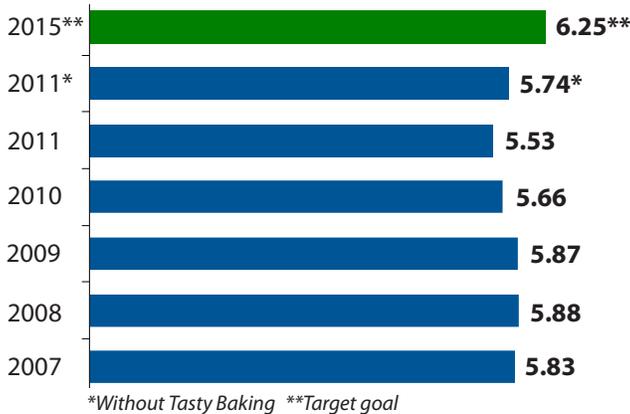
these facilities in line with Flowers' standards, we expect their indexed water usage to increase.

During the year, Leo's Foods, our tortilla plant in Ft. Worth, Texas, continued to be our "water focus facility." We are currently experimenting with different methods to reduce its water usage, especially in light of its location in a water sensitive area.

Water usage at non-manufacturing facilities was 6.22% of our total usage.

Water Usage

Finished product poundage per gallon of water



Energy Conservation

Natural gas and electricity are vital energy components in commercial baking. Unfortunately, our energy performance in 2011 (excluding Tasty Baking) offered mixed results compared to 2010, due to impact from the sluggish economy and consolidation in the baking industry. We are disappointed with our energy results, but remain committed to achieving our 2015 goals.

Natural Gas Flowers' finished product poundage per therm of natural gas increased from 114.31 pounds in 2010 to 115.73 in 2011 without Tasty, but decreased to 113.56 pounds when Tasty is included. This is a 1.24% increase for our existing plants, excluding Tasty, and a 0.66% decrease with Tasty.

Natural gas usage at non-manufacturing facilities decreased by 18.67%, saving more than 509,000 therms. Non-manufacturing facilities represented 9.11% of our total gas usage.

Natural Gas Usage

Finished product poundage per therm of natural gas



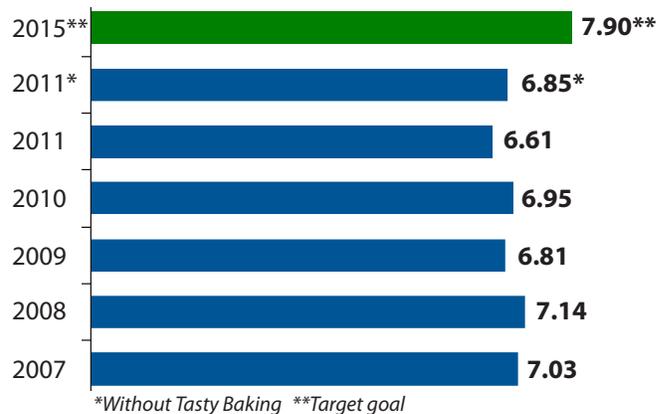
Electricity Our finished product poundage per kWh decreased from 6.95 in 2010 to 6.85 in 2011 without Tasty, but decreased further--to 6.61--with Tasty included. Our 2015 electricity usage goal is 7.90 pounds per kWh.

Electric usage at non-manufacturing facilities increased by 11.66% or 3.85 million kWh. Non-manufacturing facilities represented 8.84% of our total usage.

We have begun to move our newer warehouses away from natural gas to a greater reliance on electricity. This move lowers direct emissions and gives us greater flexibility in using efficient electrical devices.

Electricity Usage

Finished product poundage per kilowatt hours



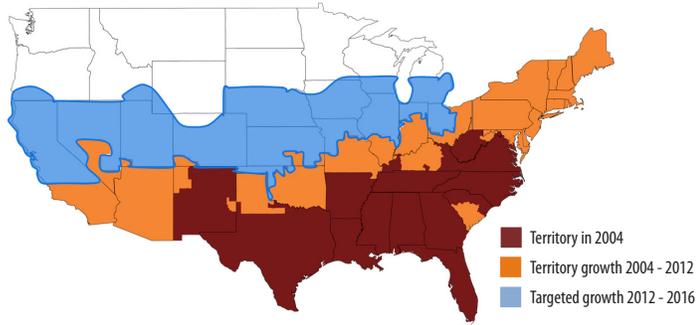
Logistics

We operate primarily as a local or area producer and distribute almost 80% of our products through direct-store-delivery (DSD) routes operated out of our bakeries. On average, our products travel less than 95 miles from bakery to customer. Baking close to the market allows us to deliver a higher quality product and saves valuable resources.

Our long-term strategy is to continually find ways to reduce the miles our products travel. We accomplish this by shifting production between bakeries, adding new production lines, and building new bakeries or acquiring bakeries in or near new markets. We also strive to maximize trailer use and fill returning trucks (back hauls) with ingredients and packaging shipments whenever possible.

We have made consistent progress in this area even though our DSD territory has increased significantly. (See map below.) Back in 2008, Flowers acquired two bakeries in Phoenix that greatly increased our distribution out West, and our pounds per mile dropped significantly that year. Since then, however, our pounds per mile has steadily risen each year to exceed our 2007 baseline. This is evidence that our logistical network can build on the synergies of acquired territories and improve efficiencies.

Flowers' DSD Territory and Future Expansion



In 2011, we achieved a rate of 31.96 net pounds sold per transport mile compared to 31.08 in 2010. Actual miles in 2011 were reduced by 2,082,479 over 2010. Our 2015 goal of net pounds sold per transport mile is 33.28.

Since late 2007, we have shipped snack cakes from our bakeries located in the East to West Coast markets using rail service. In 2011, we shipped 158 truckloads of product by rail, saving the equivalent of 220,000 miles of truck transport. Since 2008, we have shipped more than 400 truckloads by rail, saving an equivalent of 648,000 transport miles. With a greater focus on our snack cake business since the addition of Tasty, we expect to expand our use of this more efficient long-distance transportation.

Flowers relies on several excellent third-party freight providers (3PLs) to transport bakery foods from our bakeries and distribution centers to customers. Because

we do not own freight equipment, we rely heavily on our partners to provide efficient and reliable transportation. We strongly encourage our 3PLs to use only efficient, modern, and well-maintained equipment, including power units, trailers, and reefer equipment. Flowers will continue to partner with 3PLs and supply chain vendors to pursue innovative ideas and reduce the miles traveled on our behalf and the number of transports used.

Transport Miles

Net pounds sold per transport mile



**Target goal

Sustainable Procurement

Many people are surprised to learn that most of our bread bags are made with recyclable LDPE (low-density polyethylene) plastic and can be recycled. LDPE is most commonly recycled into trash cans and liners, compost bins, shipping containers, paneling, landscaping ties, and floor tile. Flowers' multi-pack snack cake boxes are made with 100% recycled paperboard and also can be recycled. Consumers should check with their local recycling centers about recycling bread bags and paperboard.

We continually look at different materials and methods to improve the lifecycle sustainability of our consumer packaging, mindful that the primary function of food packaging is to protect and ensure quality and freshness.

Solid Waste

Flowers Foods is committed to continuous solid waste management and to cutting waste generation in all our facilities. In 2011, we diverted 15.70 million pounds of trash from landfills to recycling. This increased our total recycling by 25% over 2010 and gave us a total company-wide recycling rate of 33% in 2011 versus 30% in 2010.

We believe landfill waste should be eliminated without

regard to production volume. Our goal is zero waste to landfill. The diversion rate for our manufacturing plants was 93.28% in 2011. The diversion rate for all of our facilities (including non-manufacturing) was 88.19% in 2011.

Recycling and landfill diversion at our non-manufacturing facilities is challenging because of their relatively remote location from our bakeries and the small volume of recyclables that can be captured. However, these warehouse locations collectively generate more landfill than our manufacturing facilities. While this is a testament to the waste reduction success at our bakeries, it points to an obvious opportunity to develop waste solutions across our distribution network. This is one of the areas we have challenged our bakery Green Teams to investigate.

We continue to review opportunities to reduce, reuse, or recycle as many waste items as possible. During 2011, we returned our broken plastic bread trays to our vendor, which converted them into 1.8 million pounds of plastic used to make new bread trays. This is a long-standing, closed-loop system of recycling that we are trying to emulate in other areas of our supply chain.

While it falls outside the time frame of this report, it should be noted that in 2012, Flowers Foods implemented an electronic portal for all employees to securely access pay statements, human resources documents, and company-related information. This new system reduces the use of paper and printing.

Flowers Green Teams



green team

The mission of our Green Teams is to generate sound ideas for improving sustainability in all areas of our business and to increase sustainability awareness at work and at home.

Flowers' focus is to keep our Green Teams inspired about their mission, to better communicate the success stories happening around our company, and to continually stress the importance being mindful of environmental sustainability in our daily lives.

About Flowers Foods

Flowers Foods (NYSE:FLO), headquartered in Thomasville, Ga., is a leading producer and marketer of bakery foods for retail and foodservice customers in the U.S.



The company's 44 highly efficient bakeries produce breads, buns, rolls, snack cakes, pastries, and tortillas. About 70% of the U.S. population has access to the company's fresh bakery foods through a network of independent distributors serving the East, South, and Southwest. Flowers' frozen bakery items and snack cakes are delivered to customers' warehouses nationwide.

Flowers' brands are among the most well known in the baking industry and are backed by consistent quality, value, and good taste. Top company-owned retail brands include *Nature's Own*, *Whitewheat*, *Cobblestone Mill*, *Tastykake*, *Mrs. Freshley's*, and *Blue Bird*. In 2011, Flowers Foods reported sales of \$2.8 billion.



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