



Flowers
FOODS

CODE OF CONDUCT

This Code of Conduct emphasizes the importance of honesty and integrity in all aspects of our company’s affairs. It affirms the acceptable and expected standards of behavior for all officers, directors, employees, and affiliates of Flowers Foods and its subsidiaries (“Flowers” or “company”). We must demonstrate behavior that upholds the highest standards of legal and ethical conduct. This Code provides more details on areas to which employees should pay particular attention.

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While Flowers’ subsidiaries operate as separate and distinct legal entities, for legal compliance purposes all entities must be covered by this Code of Conduct.

Message from the Chairman & CEO

Flowers Team Member,

All of us at Flowers can take pride in the unquestionable quality of our bakery foods and the accomplishments of our fellow employees. However, we are most proud of our individual and collective commitment to Our Culture: Always do what's right; respect every person; be fair; work as a team.

Following these principles has served Flowers well over the years and helps ensure our good reputation today.

Flowers Code of Conduct outlines the principles and regulations on which we base our decisions and actions. We urge you to carefully read this document and take to heart its contents. Everyone at Flowers is held accountable for adhering to our Code of Conduct.

As employees, we represent Flowers. Every day our actions either add to or detract from our company's reputation. We ask that you join us in abiding by this code so that as we go about our work, everything we do reflects well upon our company. As a publicly held corporation, Flowers' mission is to increase stockholders' investment in the company. To achieve this, we should never break the law or compromise our duty to uphold our Code of Conduct.

If you have questions about Flowers Code of Conduct or how to comply with it, please reach out to your supervisor, HR business partner, or plant manager. You also can reach out to our Compliance Officer or call the ethics and compliance hotline anonymously. You'll find the details on how to do that at the back of this booklet. If you believe a coworker has fallen short of his or her duty to uphold this code, we urge you to report your concern. Employees who do so will be protected from retaliation.

As you go about your job, always remember to do what's right. We appreciate the good work you do and thank you for pledging to follow our Code of Conduct.

Best Regards,



**Ryals McMullian, Chairman & CEO
Flowers Foods, Inc.**

Statement of Policy

Flowers' reputation for honesty and integrity is the cornerstone of the public's faith and trust in our company. In a very real sense, this reputation provides Flowers with the ongoing opportunity to serve the marketplace. The highest standards of ethical conduct have been — and must always be — the foundation of Flowers' mission. As representatives of the company, we must commit to do our part to ensure Flowers' strong ethical reputation continues into the future. This means each of us must assume personal responsibility for observing and maintaining our company's high standards. Only with each team members' personal, uncompromising commitment to honesty and integrity can Flowers succeed as a responsible member of the corporate community.

Although our mission as a publicly-held corporation is to make a profit, you should always remember that the potential for profit or other benefit to the company never justifies disregarding business ethics or applicable federal, state, or local laws. Indeed, even a single instance of misconduct, no matter what the intent, may greatly damage Flowers' reputation. Improper or illegal conduct also can result in both civil and criminal penalties for the company and for the employee involved. Even the appearance of impropriety may significantly damage Flowers' reputation and erode public confidence in our company.

Therefore, all Flowers employees should always strive to meet or exceed the requirements of applicable federal, state, and local laws. Flowers employees should never engage in conduct that is illegal, improper, or otherwise inconsistent with our commitment to honesty and integrity. Flowers insists upon strict adherence to its Code of Conduct at all times. There are no exceptions. If you are found to have violated this Statement of Policy or the Standards of Conduct, you may face disciplinary action up to, and including, the termination of employment.

Flowers policy and federal law forbid retaliation against any employee who reports a violation of this code. Those found guilty of retaliation are subject to discipline, up to, and including, termination, and could face legal prosecution. If you believe yourself to be subject to retaliation, please take your concerns to management, your HR business partner, or the Flowers Compliance Officer.

The Code of Conduct & Our Shareholders

Securities Law & Insider Trading

Flowers encourages employees to invest in its stock. On occasion, however, depending on your position within the company, you may possess information not readily available to the public. Such information may be considered material inside information. This is information that has not been publicly announced and that a reasonable person would likely consider important when deciding whether to buy or sell company stock or securities. Examples include non-public information about future earnings, dividends, significant new contracts or products, business plans, acquisitions or joint ventures, and regulatory or court proceedings. You must always remember that federal law prohibits buying or selling stock or other securities based on material inside information or even disclosing this information to others who might buy or sell the company's stock.

If you are planning to buy or sell Flowers stock and are unsure if you possess material inside information, you should consult Flowers Foods' legal department before executing any transaction. Remember, if your securities transactions become the subject of scrutiny, they will be viewed after-the-fact with the benefit of hindsight. As a result, before engaging in any transaction, you should carefully consider how regulators and others might view your transaction in hindsight.

Accurate Books & Records

Flowers' financial statements, books, and records must accurately reflect all corporate transactions. The company must record all receipts and disbursements of corporate funds in its books, and these records must accurately reflect the nature and purpose of corporate transactions.

Flowers has internal controls to help ensure that all transactions are properly authorized and recorded accurately through generally accepted accounting principles. This system includes written policies and procedures and periodic reviews by internal auditors. As a Flowers employee, you are expected to adhere strictly to these policies and to cooperate fully with the company's internal auditors.

Conflicts of Interest

Flowers has no desire to infringe on your personal life. The company respects your rights to manage your financial affairs, make personal investments, and participate in private commercial enterprise. A conflict of interest arises, however, when you or someone in your immediate family has an interest in any business or property or an obligation to any person that could impact, or appear to impact, your ability to exercise sound judgment on Flowers' behalf. It is essential that you avoid situations that might involve a conflict of interest with the company.

Although it is impossible to identify every situation that might give rise to a conflict, you and members of your immediate family should avoid acquiring or owning a significant interest in any publicly or privately held competitor, supplier, or customer of Flowers without prior approval by the company. Furthermore, Flowers employees may not accept gifts or entertainment of more than a nominal value from actual or prospective customers or suppliers of the company. If you believe you have a potential conflict of interest, you must disclose the matter to Flowers Foods' legal department.

Gifts & Gratuities

Employees of Flowers and members of their immediate families are not allowed to request, accept, offer, promise, or give payments, gifts, or gratuities of any kind — except those of a nominal value. This includes any favors that might place the employee under some obligation to a third party doing business with — or desiring to do business with — the company.

A “gift” does not include articles of nominal value used for sales promotion, ordinary business lunches, or reasonable entertainment that is part of a normal business relationship. Gifts should not detract, or appear to detract, from the integrity of the relationship. For Flowers' governmental customers, even nominal business-related gifts and gestures are not allowed.

Giving or receiving any payment or gift in the nature of a bribe, kickback, or other improper influence is absolutely prohibited.

The Code of Conduct & Our Customers

Antitrust & Fair Business Practices

Flowers is committed to full compliance with both the letter and spirit of all federal antitrust laws. Although complex, these laws generally prohibit agreements or actions that may reduce competition without providing beneficial effects to consumers. For example, federal antitrust laws prohibit agreements or understandings among competitors to fix or control prices; to boycott specified suppliers or customers; to allocate products, territories, or markets; or to limit the production or sale of products or product lines.

You should never engage in discussions of such matters with representatives of other companies. Keep this in mind at all times, particularly when attending conferences, trade shows, or industry meetings where other companies' representatives are present. If you find yourself in a conversation with representatives of a competitor that you think might potentially violate antitrust laws, you must immediately state your disapproval of the conversation, remove yourself from the situation, and report the event to Flowers Foods' legal department. We all must strive to avoid even the appearance of impropriety.

The Code of Conduct & Our Community

Food & Drug Administration / Environmental Protection Agency

Flowers is committed to complying with all applicable Food and Drug Administration (FDA) and Environmental Protection Agency (EPA) regulations and to cooperating with any FDA/EPA inquiries or inspections. Flowers' continued success depends on the integrity of its products, and you should always strive to ensure that our products comply with all regulations and internal controls. Our goal is for consumers to receive the best possible baked foods.

Environmental Laws & Regulations

Federal, state, and local environmental laws often regulate the emission or discharge of pollutants, as well as the handling and disposal of wastes. Flowers endeavors to conduct its affairs in accordance with these laws and regulations and, in the process, maintain a clean, safe, and healthy environment. To ensure Flowers operates as an environmentally sound

corporate citizen, you must conduct the company's business in a way that protects valuable natural resources and minimizes the impact the company's operations may have on those resources. If your job involves environmental issues, your knowledge of and adherence to Flowers' policies regarding compliance with environmental laws and regulations is mandatory.

Political Contributions & Activities

Flowers encourages its employees to take an active interest in local, state, and national government and to participate in political activities consistent with applicable laws. This includes allowing personal contributions to candidates or political organizations. However, you may in no way suggest that your donations or activities come from, or are endorsed by, the company. In addition, you may not use company time, equipment, supplies, or facilities for any political activities. For example, a Flowers employee should not use a company phone to make calls on behalf of a candidate. These prohibitions are not meant to curtail your participation in the political process, but to ensure that you — and Flowers — fully comply with all applicable election laws.

Flowers sponsors a political action committee called FLO-PAC. In accordance with the Federal Election Campaign Act, FLO-PAC may accept employee contributions for the support of candidates for federal office whose views and positions are compatible with those of the company.

The Code of Conduct & Our Fellow Employees

Equal Opportunity Employment

Flowers is an equal opportunity employer, committed to hiring, training, compensating, and promoting people based on individual talents and abilities. Flowers extends opportunities to employees and prospective employees without regard to race, color, sex, religion, age, national origin, protected veteran status, disability status, genetics, sexual orientation, gender identity or expression, or any other criterion protected by applicable federal, state, or local law. The company implements, where applicable, affirmative action to further enhance employment opportunities for qualified individuals. One of your chief obligations as a Flowers employee is to ensure that we maintain a work place free from discrimination or unfair treatment.

Privacy

Keeping personal information secure is critical to the company, its business and its reputation. Flowers recognizes this responsibility and follows the law to protect employee personal information that can identify an individual or which relates to an identifiable individual, also known as personal information (PI).

Absent a subpoena or other compulsory process, company policy does not allow the release of personnel or medical files to outsiders or unauthorized company personnel without the written consent of the employee. If you have concerns about any circumstances affecting your privacy, management will make every reasonable effort to respond to your concerns in keeping with company policy and applicable law.

Flowers intends to comply fully with the Privacy Standard of the Health Insurance Portability and Accountability Act (HIPAA). The company will not disclose your protected health information and other personnel records to any outside entity or use that information in any manner or for any purpose that falls outside the scope of normal health plan operations or routine administrative activities, without your express written consent. The only exception to this use and disclosure rule is in the event that this protected information is required during the course of legal proceedings or when such information is subpoenaed or required by law to be divulged. The company has a procedure to address any concerns you may have regarding your privacy and has a system of sanctions against anyone who intentionally violates the company's privacy policy.

For more information, contact your HR business partner or Flowers Compliance Officer.

Health & Safety

Your health and safety on the job is one of Flowers' primary concerns. The company strives to provide a workplace free of preventable hazards and to comply with all laws and regulations governing workplace safety and health, including the Occupational Safety and Health Act (OSHA). Most accidents and injuries are preventable. To avoid needless injury, you must follow all of the company's safety and health rules. Managers and supervisors must understand all current workplace safety laws and regulations that apply to their areas of responsibility and ensure compliance. Flowers encourages employees to report possible safety problems to appropriate company personnel, make suggestions regarding safety controls and warnings, and participate in company safety programs.

As part of our commitment to a safe work environment, we never engage in or tolerate any form of violence. Flowers defines “violence” as threats or acts of violence, intimidation of others, or attempts to instill fear in others. Not only does Flowers absolutely prohibit violence, such behavior also violates federal law. In accordance with this law, weapons are not allowed in the workplace. If you know of or suspect incidents or threats of workplace violence, you must immediately report your concerns to company management. If you believe someone is in immediate danger, contact the local authorities and then report the incident to company management.

Harassment

The company expects you to respect the rights and privileges of coworkers, customers, and suppliers. Flowers has zero tolerance for any kind of harassment — sexual, racial, or otherwise. No employee should engage in any kind of harassment or other conduct that disrupts the work performance of others or creates an intimidating hostile, or offensive work environment. Examples of prohibited conduct include creating or forwarding emails containing off-color or offensive jokes or messages containing sexual comments or innuendo, engaging in horseplay — even if consensual, using a derogatory racial or sexual slur, making unwelcome romantic advances toward a colleague, and commenting on a colleague’s appearance in a way that makes them uncomfortable. Flowers believes every employee has the right to work in an environment absolutely free from harassment, intimidation, or any type of unbecoming or unprofessional behavior. All company employees must commit to doing their part to uphold this belief.

Elevated Expectations for Supervisors & Managers

Flowers’ supervisors and managers have additional expectations and responsibilities when it comes to the Code of Conduct. Not only does the company expect you to serve as a sterling example of ethical and legal conduct, but you also must foster understanding of and adherence to the Code of Conduct among the individuals that you supervise. You must commit to encouraging an open, positive work environment in which employees feel comfortable raising questions and concerns about our policies and reporting situations they believe merit attention without fear of retaliation. Clearly communicate to those who report to you our company’s policies against retaliation. In every instance, you should refrain from retaliating or even giving the appearance of retaliating. Supervisors and managers are encouraged to use the chain of command when dealing with issues. If an employee confronts you with a problem or brings a concern to your attention, do not keep it to yourself. Rather, immediately share these reports with your supervisor, your HR business partner, or the plant manager.

The Code of Conduct & Doing What's Right

Software Use

Much of the software used at Flowers was created and copyrighted by other companies and may not be reproduced or misused. Flowers complies with all prohibitions or restrictions, whether imposed by law or by private agreement, which govern the use of such software. Reproducing software without authorization may violate the federal copyright laws and lead to criminal or civil penalties. In light of these laws and possible penalties for our company, no employee shall copy, resell, or transfer software created by another company without the authorization of Flowers Foods' Chief Information Officer.

Confidential Information

Flowers' employees may not remove, transfer or disclose any of the company's trade secrets, confidential, or proprietary information, which is defined to include company information (whether obtained from hard copy, electronic, or other confidential company source) relating to:

- sales figures
- product pricing
- production costs
- product plans
- lists of actual or potential customers
- customer transaction information
- lists of actual or potential suppliers
- supplier transaction information
- technical and engineering details
- manufacturing processes or techniques
- financial performance data
- financial plans
- formulae
- recipes
- invention information
- marketing and business strategies

and similar company business information not generally known to the public. **Flowers employees are not prohibited from discussing wages, hours, or other terms and conditions of employment.**

This protected confidential and proprietary information includes confidential corporate information that our company routinely discloses, at an appropriate time and manner, to the investing public. This information may have a significant or material impact on the company's stock. If your job provides you access to such confidential corporate information, you bear a great responsibility to guard that information closely to avoid premature or improper disclosure. You must take great care to never, under any circumstance, disclose such confidential corporate information to any unauthorized source within or outside the company, even if doing so would appear harmless.

Contacts with News Media

News media includes traditional outlets, such as newspapers, radio, TV, and cable, as well as online news and information sites and industry/trade press. The company complies with all laws and regulations regarding public disclosure of material events, financial results, and operations through traditional news channels.

Individuals designated by the company may deliver messages to the news media as a Flowers spokesperson. At the corporate level, the spokesperson may be a member of the senior leadership team or other appropriate executive. At a bakery or sales office, the plant manager or HR business partner may serve as a designated spokesperson.

It is recommended that bakery and sales staff direct media inquiries to the plant manager or, in his or her absence, the HR business partner. Plant managers and HR business partners should contact Flowers' communications team in Thomasville for guidance in how to respond to media inquiries – but they should not direct local reporters to Flowers' corporate office, unless so instructed by communications team.

Media contacts received by home office and out stationed staff should be directed to Flowers' senior vice president of communications.

Media inquiries always should be handled in a timely manner since many reporters work on tight deadlines. In summary, if you are contacted by a reporter or media representative, it is appropriate for you to direct the person to your plant manager or HR business partner. Home office and outstation staff should direct media inquiries to Flowers' communications team.

Flowers Foods Endorsement Policy & Use of Company Name and Brands

Flowers Foods prohibits the use of its or its subsidiaries' company or brand names, logos, and/or information about its company or any project in supplier/vendor press releases, case studies, or other sales materials in any format (print, video, web, or social media). Flowers also discourages employees from posting recommendations or endorsements of business partner contacts on social media sites, such as LinkedIn.

Any exceptions to this prohibition must be obtained through Flowers' senior vice president of communications who will seek final approval for the endorsement from the appropriate senior-level executives.

With Flowers Foods' permission, a supplier or vendor may use the Flowers Foods name and logo, or the name and logo of a Flowers Foods subsidiary or brand in a customer list appearing in sales materials, websites, videos, and displays. Requests for such usage should be directed to Flowers' senior vice president of communications along with details on why the endorsement is beneficial for Flowers.

Flowers Foods may allow a supplier or vendor to share information in its annual report or annual review about a successful project it completed for Flowers Foods or a Flowers subsidiary, but this communication must be approved in advance through Flowers' communications team. Flowers Foods must have the right to review and approve all text and photos in advance of publishing by the supplier or vendor. Requests for this review should be sent to Flowers' communications team.

Responsible Social Media Use

In today's interconnected world, social media plays an important role in how we communicate. Social media is technology that enables online users to interact with one another and share text, videos, audio files, and photographs either publicly or privately. Popular social media sites include Facebook, Twitter, LinkedIn, YouTube, Snapchat, Tumblr, blogs, and other such Internet- based platforms.

Flowers' policies and the law require that we be thoughtful users of social media and to carefully consider what we choose to communicate. Employee misuse of social media can pose risks to Flowers' confidential corporate information, its reputation and brands, and can put the company at risk of violating business laws and regulations.

While Flowers blocks access to social media outlets for most employees on its computer system, the company also requires employees to uphold certain standards of responsible social media use during non-working hours. At no time should social media be used to: harass employees on the basis of any legally protected class such as age, race, or gender; circumvent Flowers' policies prohibiting unlawful discrimination against current employees or applicants; or disclose Flowers' trade secrets, confidential or proprietary information, as defined above in the Confidential Information section. This policy is not intended to interfere with employees' rights to discuss wages, hours, or other work-related issues with one another.

Federal Trade Commission guidelines regulate social media communication pertaining to product endorsements or testimonials. Individuals may be held liable if they offer false or unsubstantiated product endorsements or testimonials or if they fail to disclose any connection between themselves and the product they endorse. If you plan to use social media, adhere to the following principle: Whenever you offer testimonial or endorse any Flowers product, you must clearly disclose that you are a Flowers employee. Failure to do so may expose Flowers Foods and its subsidiaries to legal and other substantial risks.

Professional Email Use

Email is a vital part of business communication. While it undoubtedly helps us conduct our business more effectively and efficiently, the misuse or mishandling of email can expose our company to risks. Remember: In the event of a lawsuit against the company or one of its employees, emails sent and received via our systems may be produced as evidence in legal proceedings.

To better protect itself and its employees, Flowers has an email retention policy. Flowers Foods' general record retention policies mandate the retention of business records for specified periods depending on the type of record. You are responsible for retaining or deleting your email in accordance with the specific record retention policies that apply to the business records created and/or used by your department or business unit. You also are responsible for determining which email should be retained as business records in accordance with the record retention policies and your business unit's retention requirements. If you need more information concerning email retention, please refer to the complete Email Retention Policy document.

In addition to the Email Retention Policy, our company has further guidelines on email use. All email generated in the company's system is company property, even if you consider the email personal. Flowers expects employees to compose business-related emails that are professional in nature and absolutely free of vulgar language. Also, keep in mind that email is not the appropriate forum in which to handle employee discipline issues. Company email is not the appropriate forum in which to disseminate chain emails or jokes, especially if they could be considered as off-color or offensive.

Electronic Devices

To comply with state laws, and in the interest of security and protection of trade secrets, proprietary information and confidentiality, Flowers prohibits the unauthorized use of still or video cameras, digital recording devices, digital cameras, tape recorders, or any other audio or video recording devices on company premises; while on company business; in a company supplied vehicle; or otherwise where the company determines its business, confidential strategies or trade secrets may be adversely affected by such behavior.

Drugs & Alcohol

Flowers' Drug and Alcohol Abuse Policy forbids the illegal use or possession of any drugs or any unauthorized use or possession of alcohol on company property, in company-supplied vehicles, or during working hours. You are strictly prohibited from being "under the influence" due to the use of illegal drugs or alcohol on company property, in company supplied vehicles, or during working hours. This prohibition covers lunch and authorized breaks.

Company Property

One of Flowers' largest expenses is purchasing and maintaining property used to conduct operations. When such property is abused or misused, the company incurs unnecessary additional expense to replace or repair the property. All employees should remember that the abuse or misuse of company property is not tolerated. Abuse and misuse applies not only to physical damage and failure to maintain property, but to unauthorized personal use and the misappropriation or theft of company property.

Reporting

An important aspect of our company's commitment to legal, ethical conduct involves actively reporting behavior you believe violates either the law or company policy. If you suspect or have a concern that unethical or illegal activity is occurring within the company, you are strongly encouraged to immediately report such questionable behavior to the company. There will be no retaliation against you for raising a good faith concern or complaint.

In addition to your supervisor, HR business partner, and plant manager, the company's Compliance Officer serves as a resource if you need to make a report. Contact the Compliance Officer at ethicsofficer@flocorp.com, or P.O. Box 6201, Thomasville, GA 31758. You may also contact the company anonymously through a 24-hour hotline at 1-888-337-7524 or speakup.flowersfoods.com

Nothing in this Code of Conduct prohibits employees from discussing terms and conditions of employment or engaging in any other activity protected by law.

Statement of Understanding & Attestation to the Code of

I, _____ have read and understand the Flowers Code of Conduct. I hereby state that to the best of my ability and/or knowledge, that I have or will abide by the principles and mandates set forth in the Code of Conduct and that, in accordance with the compliance procedures, I also have reported or will report to the company Compliance Officer any and all violations of the Code which come to my attention.

I understand that Flowers prohibits retaliation against anyone who raises a good faith concern about violations of the Code of Conduct or the law.

Should I be subject to any past, present, or future conflict of interest between myself and the company, I have duly disclosed or will disclose in writing all pertinent facts to the company Compliance Officer.

I also understand that neither the signing of and attestation to this document nor any other communication, written or oral, or any conduct of any kind between the parties is intended in any way to create an employment contract.

Finally, I understand that nothing in this Code of Conduct is intended to prohibit any legally protected activity.

Name(print): _____

Signature: _____

Title: _____

Date: _____



If you suspect that unethical or illegal activity is occurring within the company, you are strongly encouraged to immediately speak up and report it.

There will be no retaliation against you for raising a good faith concern or complaint.

Please discuss your concern with your supervisor, HR business partner, plant manager, or Flowers Compliance Officer.

To raise a concern anonymously 24/7, contact the Flowers Ethics & Compliance Hotline at 1-888-337-7524 or speakup.flowersfoods.com

You do not have to give your name and your call is not recorded.

FLOWERS COMPLIANCE OFFICER

Send concern by email or mail

ethicsofficer@flocorp.com

P. O. Box 6201, Thomasville, GA 31758