

TASTY BAKING CO
Form 8-K
March 01, 2007

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): March 1, 2007

Tasty Baking Company
(Exact Name of Registrant as Specified in Charter)

Pennsylvania
(State or Other Jurisdiction of
Incorporation or Organization)

1-5084
(Commission File Number)

23-1145880
(I.R.S. Employer Identification
No.)

**2801 Hunting Park Avenue,
Philadelphia, Pennsylvania**
(Address of Principal Executive
Offices)

19129
(Zip Code)

Registrant's telephone number, including area code: (215) 221-8500

Not applicable
(Former Name or Former Address, if Changed Since Last Report)

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:

- 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))

Item 2.02 Results of Operations and Financial Condition.

On March 1, 2007, the Tasty Baking Company (the “Company”) announced its financial results for the fourth quarter and fiscal year ended December 30, 2006. A copy of the press release is attached to this Report as Exhibit 99.1 and is incorporated herein by reference. The information disclosed in this Item 2.02 of this Report, including Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or any other document filed with the SEC, except as specifically set forth in such document.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) After reviewing the Company’s performance in 2006, the Compensation Committee of the Company’s Board of Directors approved, and the Company’s Board of Directors ratified, cash bonus awards under the Company’s Annual Incentive Plan (the “AIP”) for the named executive officers as follows:

| <u>Name</u> | <u>Title</u> | <u>2006 AIP Award</u> |
|----------------------|---|-----------------------|
| Charles P. Pizzi | President and Chief Executive Officer | \$257,859 |
| David S. Marberger | Executive Vice President and Chief Financial Officer | \$121,654 |
| Autumn R. Bayles | Senior Vice President Strategic Operations and Technology | \$50,741 |
| Christopher J. Rahey | Vice President-Direct Sales | \$28,553 |

Item 9.01 Financial Statements and Exhibits.

- (d) The following exhibits are filed herewith:
 Exhibit 99.1 Press Release dated March 1, 2007

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.

TASTY BAKING COMPANY
(Registrant)

Date: March 1, 2007

By: /s/ David S. Marberger

David S. Marberger
Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

| <u>Exhibit</u> | <u>Description</u> |
|-----------------------|-----------------------------------|
| 99.1 | Press Release dated March 1, 2007 |