TASTY BAKING CO Form 8-K February 28, 2006

> 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): February 28, 2006 _____

> Tasty Baking Company _____

(Exact Name of Registrant as Specified in Charter)

Pennsylvania1-508423-1145880(State or Other Jurisdiction
of Incorporation or(Commission
File Number)(I.R.S. Employer
Identification No.) Organization)

2801 Hunting Park Avenue, Philadelphia, Pennsylvania 19129 _____ (Address of Principal Executive Offices) (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))

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Item 2.02. Results of Operations and Financial Condition

On February 28, 2006, Tasty Baking Company announced its financial results for the fourth quarter and fiscal year ended December 31, 2005. 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 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 pursuant to the Securities Act of 1933, as amended.

Item 7.01 Regulation FD Disclosure

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 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 pursuant to the Securities Act of 1933, as amended.

Item 9.01. Financial Statements and Exhibits

(c) The following exhibit is filed herewith:

Exhibit 99.1 Press Release dated February 28, 2006

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.

EXHIBIT INDEX

Exhibit	Description

Date: February 28, 2006

99.1 Press Release dated February 28, 2006

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