

1 800 FLOWERS COM INC  
Form 8-K  
March 31, 2016  
UNITED STATES

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

March 31, 2016

1-800-FLOWERS.COM, INC.

(Exact name of registrant as specified in its charter)

Delaware                      0-26841                      11-3117311  
(State of incorporation) (Commission File Number) (IRS Employer  
Identification No.)

One Old Country Road, Suite 500  
Carle Place, New York 11514

(Address of principal executive offices) (Zip Code)

(516) 237-6000

(Registrant's telephone number, including area code)

N/A

(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 registrants 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 8.01 Other Events

On March 31, 2016, 1-800-FLOWERS.COM, Inc. CEO, President and certain members of the Company's senior management team exercised expiring options and sold some underlying shares in the open market under a Rule 10b-5 plan. A description of the exercises is included as Exhibit 99.1 and is incorporated herein by reference.

(c) Exhibits

The following exhibits are furnished with this Form 8-K:

99.1 Narrative dated March 31, 2016.

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SIGNATURE

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.

**1-800-FLOWERS.COM, Inc.**

By: /s/ William E. Shea  
William E. Shea  
Chief Financial Officer, Senior Vice-President

Date: March 31, 2016