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TOOTSIE ROLL INDUSTRIES INC

Form 8-K

October 23, 2008

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

October 22, 2008  
Date of report (Date of earliest event reported)

TOOTSIE ROLL INDUSTRIES, INC.  
(Exact Name of Registrant as Specified in Its charter)

Virginia  
(State or Other Jurisdiction of Incorporation)

001-01361  
(Commission File Number)

22-1318955  
(I.R.S. Employer Identification No.)

7401 South Cicero Avenue, Chicago, Illinois 60629  
(Address of Principal Executive Offices) (Zip Code)

773-838-3400  
(Registrant's Telephone Number, Including Area Code)

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 October 22, 2008, Tootsie Roll Industries, Inc. issued a press release (the "release") announcing its results of operations and financial condition for the third quarter ended September 27, 2008. A copy of the release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

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The information in the release and in this Item 2.02 is "furnished" and not "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, or otherwise subject to the liabilities of that section. Such information may only be incorporated by reference in another filing under the Securities Exchange Act of 1934 or the Securities Act of 1933 only if and to the extent such subsequent filing specifically references such information.

Item 9.01. Financial Statements and Exhibits.

(c) The following exhibit is furnished with this report:

Exhibit 99.1      Press Release of Tootsie Roll Industries, Inc., dated  
October 22, 2008.

### 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 under-signed thereunto duly authorized.

October 22, 2008

TOOTSIE ROLL INDUSTRIES, INC.

By: /S/G. HOWARD EMBER, JR.  
G. Howard Ember, Jr.  
Vice President/Finance and  
Chief Financial Officer

### EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release of Tootsie Roll Industries, Inc., dated October 22, 2008.

Tootsie Roll Industries, Inc.  
7401 South Cicero Avenue  
Chicago, IL 60629  
Phone 773/838-3400  
Fax 773/838-3534

Press Release

STOCK TRADED: NYSE                      FOR IMMEDIATE RELEASE  
TICKER SYMBOL: TR                      Wednesday, October 22, 2008

CHICAGO, ILLINOIS - October 22, 2008 - Melvin J. Gordon, Chairman, Tootsie Roll Industries, Inc. reported third quarter and nine months 2008 net sales and net earnings.

Third quarter 2008 sales were \$184,687,000 compared to \$182,917,000 in third quarter 2007, an increase of \$1,770,000 or 1%. Third quarter 2008 net earnings were \$19,715,000 compared to \$23,432,000 in third quarter 2007, and earnings per share were \$.36 and \$.41 in third quarter 2008 and 2007, respectively, a decrease of \$.05 per share or 12%.

Nine months 2008 sales were \$376,619,000 compared to \$377,732,000 in nine months 2007. Nine months 2008 net earnings were \$33,414,000 compared to

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\$43,469,000 in nine months 2007, and earnings per share were \$.61 and \$.77 in nine months 2008 and 2007, respectively, a decrease of \$.16 per share or 21%.

Mr. Gordon said, "Although third quarter 2008 sales increased, third quarter earnings were adversely affected by higher input costs relating to major ingredients, packaging materials, freight and delivery, and products manufactured in Canada due to less favorable foreign exchange rates. Nine months 2008 results were also adversely impacted by these same higher input costs. The Company's per share earnings for third quarter and nine months 2008 did benefit from common stock purchases in the open market in 2008 and 2007 resulting in fewer shares outstanding.

The Company has taken actions and implemented programs, including selected price increases as well as cost reduction programs, with the objective to recover some of these higher input costs. However, these actions did not allow the Company to recover all of the increases in ingredient and other input costs in nine months 2008."

TOOTSIE ROLL INDUSTRIES, INC.  
 CONSOLIDATED SUMMARY OF NET SALES & NET EARNINGS  
 FOR THE PERIODS ENDED  
 SEPTEMBER 27, 2008 & SEPTEMBER 29, 2007

	THIRD QUARTER ENDED	
	2008	2007
Net Product Sales	\$184,687,000	\$182,917,000
Net Earnings	\$ 19,715,000	\$ 23,432,000
Net Earnings Per Share	\$ .36	\$ .41
* Average Shares Outstanding	55,000,000	56,526,000

	NINE MONTHS ENDED	
	2008	2007
Net Product Sales	\$376,619,000	\$377,732,000
Net Earnings	\$ 33,414,000	\$ 43,469,000
Net Earnings Per Share	\$ .61	\$ .77
* Average Shares Outstanding	55,217,000	56,723,000

\* Based on average shares outstanding adjusted for 3% stock dividends distributed April 10, 2008 and April 12, 2007.