

Green Kenneth D
Form 5/A
March 18, 2005

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Green Kenneth D

(Last) (First) (Middle)

C/O FRIENDLY ICE CREAM
CORPORATION, 1855 BOSTON
ROAD

(Street)

WILBRAHAM, MA 01095

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
FRIENDLY ICE CREAM CORP
[frn]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
01/02/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/14/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
VP, Co. Restaurant Operations

6. Individual or Joint/Group Reporting
(check applicable line)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/27/2004		3(1)					D	
Common Stock	10/27/2004		P4	10.0503	A	\$ 9.95	249.6069	D	
Common Stock	11/23/2004		P4	11.9533	A	\$ 8.3659	261.5602	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 0	Â	Â	3 ⁽²⁾	Â Â	12/20/2004 08/03/2009	Common Stock 7,500 ⁽²⁾
Stock Option (right to buy)	\$ 0	10/19/2004	Â	A4 ⁽³⁾	7,500 ⁽³⁾ Â	12/20/2004 02/09/2010	Common Stock 7,500 ⁽³⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Green Kenneth D C/O FRIENDLY ICE CREAM CORPORATION 1855 BOSTON ROAD WILBRAHAM,Â MAÂ 01095	Â	Â	Â VP, Co. Restaurant Operations	Â

Signatures

/s/ Gregory A. Pastore under Power of Attorney 03/18/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Kenneth D. Green became an executive officer on 10/19/2004.

(2) Option granted on 8/3/2004 and should have been reported on Form 3 upon becoming an executive officer.

(3) Option granted on 10/19/2004 and should have been reported on Form 4.

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