



DIVISION OF  
CORPORATION FINANCE

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

December 14, 2010

**VIA U.S. MAIL AND FACSIMILE (617) 526-5000**

Ronald M. Shaich  
Chairman and Chief Executive Officer  
Panera Bread Company  
6710 Clayton Road  
Richmond Heights, MO 63117

**Re: Panera Bread Company  
Form 10-K for the fiscal year ended December 29, 2009  
Filed March 1, 2010  
File No. 000-19253**

Dear Mr. Shaich:

We have completed our review of your Form 10-K for the fiscal year ended December 29, 2009 and related filings and have no further comments at this time.

Sincerely,

Justin Dobbie  
Special Counsel