

FORM 4

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
JANA Partners Management, LP			TreeHouse Foods, Inc. [THS]			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			See Remarks		
767 5TH AVENUE, 8TH FLOOR			11/7/2023					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
NEW YORK, NY 10153						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Amount	(A) or (D)	Price	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3A. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Notional Derivative Agreements (obligation to buy) (1)	(1)	11/7/2023		J/K (1)		207,679		(1)	(1)	Common Stock	207,679	(1)	207,679	I	See footnote (2)
Notional Derivative Agreements (obligation to buy) (2)	(2)	11/7/2023		J/K (2)		27,321		(2)	(2)	Common Stock	27,321	(2)	27,321	I	See footnote (2)
Notional Derivative Agreements (obligation to buy) (3)	(3)	11/8/2023		J/K (3)		19,765		(3)	(3)	Common Stock	19,765	(3)	19,765	I	See footnote (2)
Notional Derivative Agreements (obligation to buy) (4)	(4)	11/8/2023		J/K (4)		2,599		(4)	(4)	Common Stock	2,599	(4)	2,599	I	See footnote (2)
Notional Derivative Agreements (obligation to buy) (5)	(5)	11/9/2023		J/K (5)		128,694		(5)	(5)	Common Stock	128,694	(5)	128,694	I	See footnote (2)
Notional Derivative Agreements (obligation to buy) (6)	(6)	11/9/2023		J/K (6)		16,942		(6)	(6)	Common Stock	16,942	(6)	16,942	I	See footnote (2)

Explanation of Responses:

(1) JANA (as defined below) is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$38.52. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of April 6,

2026.

- (2) JANA is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$38.52. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of September 22, 2026.
- (3) JANA is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$39.04. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of April 6, 2026.
- (4) JANA is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$39.04. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of September 22, 2026.
- (5) JANA is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$39.92. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of April 6, 2026.
- (6) JANA is a party to certain notional principal amount derivative agreements in the form of cash settled swaps with a reference price of \$39.92. The derivative agreements shall continue until terminated as elected by the parties and currently have an initial reference termination date of September 22, 2026.
- (7) JANA Partners Management, LP ("JANA" or the "Reporting Person") is a private money management firm which beneficially owns the securities reported herein through various accounts under its management and control. JANA Partners Management GP, LLC (the "GP") is the general partner of JANA. The senior managing member of the GP and indirect control person of JANA is Barry Rosenstein. JANA and Barry Rosenstein disclaim any beneficial ownership of any of the Issuer's securities reported herein except to the extent of their pecuniary interest therein, if any.

Remarks:

The Reporting Person may be deemed to be a director by deputization for purposes of Section 16 under the Securities Exchange Act of 1934 by virtue of the fact that Scott Ostfeld, a Partner of the Reporting Person, currently serves on the board of directors of the Issuer.

JANA was previously a relying adviser of JANA Partners LLC, and from and after the effectiveness of its application for investment advisor registration, will replace JANA Partners LLC as the reporting person on all filings, including Section 16 filings, with respect to securities held in various accounts under its management and control. Accordingly, JANA Partners LLC will no longer be filing under Section 16(a) with respect to the Issuer and such filings will be made by the Reporting Person. The prior Section 16 filings were made under the CIK of JANA Partners LLC (CIK 0001159159).

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JANA Partners Management, LP 767 5TH AVENUE 8TH FLOOR NEW YORK, NY 10153	X			See Remarks

Signatures

/s/ JANA Partners Management, LP, by Jennifer Fanjiang, Partner, Chief Legal Officer and Chief Compliance Officer

11/9/2023

Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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