



7.750% Senior Notes due 2018

**Term Sheet
February 19, 2010**

Issuer:	TreeHouse Foods, Inc.
Principal Amount:	\$400,000,000
Title of Securities:	7.750% Senior Notes due 2018
Ratings:	Moody's Investors Service, Inc.: Ba2 Standard & Poor's Ratings Services: BB-
Maturity:	March 1, 2018
Offering Price:	100.0000%
Coupon:	7.750%
Yield to Maturity:	7.750%
Interest Payment Dates:	Each March 1 and September 1, commencing September 1, 2010
Record Dates:	February 15 and August 15
Optional Redemption:	Make-whole call at T+50 until March 1, 2014. On or after March 1, 2014, at the prices set forth below for the years beginning on the dates set forth below, plus accrued and unpaid interest:
Equity Clawback:	Up to 35% at 107.750% prior to March 1, 2013
Joint Book-Running Managers:	Banc of America Securities LLC Wells Fargo Securities, LLC
Co-Lead Managers:	BMO Capital Markets Corp Rabo Securities USA, Inc. SunTrust Robinson Humphrey, Inc.
Co-Managers:	Barclays Capital Inc. KeyBanc Capital Markets Inc.
Trade Date:	February 19, 2010
Settlement Date:	March 2, 2010 (T+ 7)
Distribution:	Registered Offering
Net Proceeds:	We estimate that the net proceeds of this offering will be approximately

\$389.8 million, after deducting commissions payable to the underwriters and estimated offering expenses payable by us.

CUSIP Number:

89469A AA2

ISIN Number:

US89469AAA25

The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting the Next-Generation EDGAR System on the SEC web site at www.sec.gov. Alternatively, the issuer or any underwriter will arrange to send you the prospectus if you request it by calling either of the Joint Book-running Managers at the numbers below:

**Banc of America Securities LLC
Wells Fargo Securities, LLC**

**800-294-1322 (toll free)
800-326-5897 (toll free)**

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