
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

TreeHouse Foods, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

89469A104

(CUSIP Number)

12/31/2024

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 89469A104

1	Names of Reporting Persons Sessa Capital (Master), L.P.
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☐ (b)
3	SEC Use Only

4	Citizenship or Place of Organization CAYMAN ISLANDS	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 0.00
	6	Shared Voting Power: 3,242,483.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 3,242,483.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,242,483.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) ☐	
11	Percent of class represented by amount in row (9) 6.33 %	
12	Type of Reporting Person (See Instructions) PN	

SCHEDULE 13G

CUSIP No. 89469A104

1	Names of Reporting Persons Sessa Capital GP, LLC	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☐ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 3,242,483.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 3,242,483.00
	8	Shared Dispositive Power: 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,242,483.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) ☐	

11	Percent of class represented by amount in row (9) 6.33 %
12	Type of Reporting Person (See Instructions) OO

SCHEDULE 13G

CUSIP No. 89469A104

1	Names of Reporting Persons Sessa Capital IM, L.P.	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☐ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 3,242,483.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 3,242,483.00
	8	Shared Dispositive Power: 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,242,483.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) ☐	
11	Percent of class represented by amount in row (9) 6.33 %	
12	Type of Reporting Person (See Instructions) PN	

SCHEDULE 13G

CUSIP No. 89469A104

1	Names of Reporting Persons Sessa Capital IM GP, LLC
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2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☐ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 3,242,483.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 3,242,483.00
	8	Shared Dispositive Power: 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,242,483.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) ☐	
11	Percent of class represented by amount in row (9) 6.33 %	
12	Type of Reporting Person (See Instructions) OO	

SCHEDULE 13G

CUSIP No. 89469A104

1	Names of Reporting Persons John Petry	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☐ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 3,242,483.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 3,242,483.00
	8	Shared Dispositive Power: 0.00

9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,242,483.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) ☐
11	Percent of class represented by amount in row (9) 6.33 %
12	Type of Reporting Person (See Instructions) IN

SCHEDULE 13G

Item 1.

(a) Name of issuer:

TreeHouse Foods, Inc.

(b) Address of issuer's principal executive offices:

2021 Spring Road, Suite 600, Oak Brook IL, 60523

Item 2.

(a) Name of person filing:

(i) Sessa Capital (Master), L.P.
(ii) Sessa Capital GP, LLC
(iii) Sessa Capital IM, L.P.
(iv) Sessa Capital IM GP, LLC
(v) John Petry

(b) Address or principal business office or, if none, residence:

The address of the principal business office of each of the Reporting Persons is:

888 Seventh Avenue, 30th Floor, New York, NY 10019

(c) Citizenship:

(i) Sessa Capital (Master), L.P. - a Cayman Islands exempted limited partnership
(ii) Sessa Capital GP, LLC - a Delaware limited liability company
(iii) Sessa Capital IM, L.P. - a Delaware limited partnership
(iv) Sessa Capital IM GP, LLC - a Delaware limited liability company
(v) John Petry - a United States citizen

(d) Title of class of securities:

Common Stock, \$0.01 par value

(e) CUSIP No.:

89469A104

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

- (a) Amount beneficially owned:

(i) 3242483
(ii) 3242483
(iii) 3242483
(iv) 3242483
(v) 3242483

- (b) Percent of class:

(i) 6.33%
(ii) 6.33%
(iii) 6.33%
(iv) 6.33%
(v) 6.33% %

- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote:

(ii) 3242483
(iii) 3242483
(iv) 3242483
(v) 3242483

- (ii) Shared power to vote or to direct the vote:

(i) 3242483

- (iii) Sole power to dispose or to direct the disposition of:

(ii) 3242483
(iii) 3242483
(iv) 3242483
(v) 3242483

- (iv) Shared power to dispose or to direct the disposition of:

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Sessa Capital (Master), L.P.

Signature: /s/ John Petry
Name/Title: John Petry
Date: 02/14/2025

Sessa Capital GP, LLC

Signature: /s/ John Petry
Name/Title: John Petry
Date: 02/14/2025

Sessa Capital IM, L.P.

Signature: /s/ John Petry
Name/Title: John Petry
Date: 02/14/2025

Sessa Capital IM GP, LLC

Signature: /s/ John Petry
Name/Title: John Petry
Date: 02/14/2025

John Petry

Signature: /s/ John Petry
Name/Title: John Petry

Date: 02/14/2025

Comments accompanying signature: After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Exhibit Information: EXHIBIT INDEX TO SCHEDULE 13G EXHIBIT 1 Joint Filing Agreement, dated as of February 14, 2025, by and between Sessa Capital (Master), L.P., Sessa Capital GP, LLC, Sessa Capital IM, L.P., Sessa Capital IM GP, LLC, and John Petry. JOINT FILING AGREEMENT Pursuant to Rule 13D-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned agree, as of February 14, 2025, that only one statement containing the information required by Schedule 13G, and each amendment thereto, need to be filed with respect to the ownership by each of the undersigned of shares of Common Stock of TreeHouse Foods, Inc. and such statement to which this Joint Filing Agreement is attached as Exhibit 1 is filed on behalf of each of the undersigned. By: /s/ John Petry John Petry John Petry, individually, as manager of Sessa Capital GP, LLC, the general partner of Sessa Capital (Master), L.P., and as manager of Sessa Capital IM GP, LLC, the general partner of Sessa Capital IM, L.P. Date: February 14, 2025