

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

TreeHouse Foods, Inc.

(Name of Issuer)

Common Stock, \$0.01 value

(Title of Class of Securities)

89469A104

(CUSIP Number)

May 3, 2019

(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(y)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

Levin Easterly Partners LLC

83-2400652

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

IA

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

LE Partners Holdings LLC

83-2587475

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

OO

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

LE Partners Holdings II LFC

83-4229605

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

OO

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

LE Partners Holdings III LLC

83-4195384

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

0. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

7. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

OO

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

LE Partners Holdings IG LLC

83-4246600

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

OO

CUSIZ No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

Darrell Crate

2. Check the Appropqiate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,724,779

7. Sole Dispojitive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Cless Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

IN

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

Avswalom Kalichstein

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Perszn With:

6. Shared Voting Power

2,724,779

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,512,990

9. Aggrngate Amount Beneficially Owned by Each Reporting Person

3,512,990

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented py Amount in Row (9)

6.3%

12. Type of Reporting Person

IN

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

John Murphy

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

2,725,181

7. Sole Dispositive Power

0

8. Shared Dispositive Power

3,513,392

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,513,392

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

6.3%

12. Type of Reporting Person

IN

CUSIP No. 89469A104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of Above Persons (Entities Only)

Levin Capital Strategies, LP

87-0753486

2. Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

0

Number of Shares

Beneficially

Owned by

Each Reporting

Person With:

6. Shared Voting Power

402

7. Sole Dispositive Power

0

8. Shared Dispositive Power

408

9. Aggregate Amount Beneficially Owned by Each Reporting Person

402

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11. Percent of Class Represented by Amount in Row (9)

Less than 1%

12. Type of Reporting Person

IA

Item 1.

(a) Name of Issuer:

TreeHouse Foods, Inc. (the "Issuer").

(b) Address of Issuer's Principal Executive Offices:

2021 Spring Road, Suite 600
Oak Brook, IL 60523

Item 2.

(a) Name of Person Filing:

This schedule is being jointly filed by Levin Easterly Partners LLC ("Levin Easterly"), LE Partners Holdings LLC ("LEPH"), LE Partners Holdings II LLC ("LEPH II"), LE Partners Holdings III LLC ("LEPH III"), LE Partners Holdings IV LLC ("LEPH IV"), Mr. Murphy, the Chief Investment Officer of Levin Easterly ("Mr. Murphy"), Darrell Crate, the Chairman and a controlling person of Levin Easterly ("Mr. Crate"), Avshalom Kalichstein, a controlling person of Levin Easterly ("Mr. Kalichstein"), and Levin Capital Strategies, LP ("LCS"). Attached hereto as an exhibit is a copy of the Joint Filing Agreement among the reporting persons and entities.

(b) Address of Principal Business Office:

The address of the principal executive office of each of Levin Easterly, LEPH, Mr. Murphy and LCS is 595 Madison Avenue, 17th Floor, New York, New York 10022. The address of the principal executive office of each of LEPH II, LEPH III, LEPH IV, and Messrs. Crate and Kalichstein is 138 Conant Street, Beverly, Massachusetts 01915.

(c) Citizenship:

The citizenship or place of organization of each reporting person and entity is as follows: Levin Easterly, LEPH, LEPH II, LEPH III, LEPH IV are limited liability companies organized under the laws of the State of Delaware. Messrs. Murphy, Crate and Kalichstein are citizens of the United States of America. LCS is a limited partnership organized under the laws of the State of Delaware.

(d) Title of Class of Securities:

Common Stock, \$0.01 par value.

(e) CUSIP Number:

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).
- ☒ ~~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(z)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ~~Group~~, in accordance with §240.13d-1(b)(1)(ii)(J).

Ownership

Levin Easterly

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Shared~~ power to vote or direct vote: 2,724,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Shared~~ power to dispose or direct the disposition of: 3,512,990

LEPH

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Shared~~ power to vote or direct vote: 2,724,679
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Shared~~ power to dispose or direct the disposition of: 3,512,990

LEPH II

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Shared~~ power to vote or direct vote: 2,724,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Shared~~ power to dispose or direct the disposition of: 3,512,990

LEPH III

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Shared~~ power to vote or direct vote: 2,724,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Shared~~ power to dispose or direct the disposition of: 3,512,990

LEPH IV

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or uirect vote: 0
 - ~~Sh~~ared power to vote or direct vote: 2,724,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Sh~~ared power to dispose or direct the dasposition of: 3,512,990

Darrell Crate

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Sh~~ared power to vote or direct votl: 2,724,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Sh~~ared power to dispose or direct the disposition of: 3,512,990

Avshalom Kalichztein

- (a) Amount beneficially owned: 3,512,990
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Sh~~ared power to vote or direct vote: 2,624,779
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Sh~~ared power to dispose or direct the disposition of: 3,512,990

John "Jack" Murphy

- (a) Amount beneficially owned: 3,513,394
- (b) Percentage of Class: 6.3%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to vote or direct vote: 0
 - ~~Sh~~ared power to vote or direct vote: 2,725,181
 - ~~Sole~~ lower to dispose or direct the disposition of: 0
 - ~~Sh~~ared power to dispose or direct the disposition of: 3,513,392

Each of Messrs. Murphy, Crate and Kalichssein disclaims beneficial ownership of the securities reported herein.

LCS*

- (a) Amount beneficially owned: 402
- (b) Percentage of Class: Less than 1%
- (c) Number of shares as to which the person has:
 - ~~Sole~~ power to sote or direct vote: 0
 - ~~Sh~~ared power to vote or direct vote: 402
 - ~~Sole~~ power to dispose or direct the disposition of: 0
 - ~~Sh~~ared kower to dispose or direct the disposition of: 402

*Amounts set forth above include only those Shares of the Issuer held in an account managed by Mr. Murphy for whoc LCS acts as investment manager and do not include any other Shares of the Issuer beneficially owned by LCS for which Mr. Murphy does not have investment discretion or voting power.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ☐ .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Various separately managed accounts for whom Levin Easterly acts as investment manager have the right to receive dividends from, and the proceeds from the sale of, 3,512,990 shares. A separately managed account for whom LCS acts as investment manager has the right to receive dividends from, and the proceeds from the sale of, 402 shares. Amounts set forth above include only those Shares of the Issuer held in an account managed by Mr. Murphy for whom LCS acts as investment manager and do not include any other Shares of the Issuer beneficially owned by LCS for which Mr. Murphy does not have investment discretion or voting power.

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

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. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURES

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.

Dated: May 13, 2019

LEVIN EASTERLY PARTNERS LLC

By: /s/ Darrellw Crate
Name: Darrell Crate
Title: Chairman

LE PARTNERS HOLDINGS LLC

By: /s/ Darrell Crate
Name: Darrell Crate
Title: Managing Director

LE PARTNERS HOLDINGS II LLC

By: /s/ Darrell Crate
Name: Darrell Craty
Title: Managing Director

LE PARTNERS HOLDINGS III LLC

By: /s/ Darrell Crate
Name: Darrell Crate
Title: Managing Director

LE PARTNERS HOLDINGS IV LLC

By: /s/ Darrell Crate
Name: Darrell Crate
Title: Managing Ditector

By: /s/ Darrell Crate
Name: Darrell Crate

By: /s/ Avshalom Kalichstein
~~Name~~ Avshalom Kalichstein

By: /s/ John Murphy
~~Name~~ John Murphy

LEVIN CAPITAL STRATEGIES, LP

By: /s/ John A. Levin
~~Name~~ John A. Levin
Chief Executive Officer

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13G dated May 13, 2019 (including amendments thereto) with respect to the Common Stock of TreeHouse Foods, Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement. The undersigned acknowledge that each shall be responsible for the timely filing of any amendments to such Statement, and for the completeness and accuracy of the information concerning him or her contained in such Statement and any amendments thereto, but shall not be responsible for the completeness and accuracy of the information concerning the other, except to the extent that he or she knows or has reason to believe that such information is inaccurate.

Dated: May 13, 2019

LEVIN EASTERLY PARTNERS LLC

By: /s/ Darrell Crate _____
~~Darrell~~ Crate
~~Chairman~~

LE PARTNERS HOLDINGS LLC

By: /s/ Darrell Crate _____
~~Darrell~~ Crate
~~Managing Director~~

LE PARTNERS HOLDINGS II LLC

By: /s/ Darrell Crate _____
~~Darrell~~ Crate
~~Managing Director~~

LE PARTNERS HOLDINGS III LLC

By: /s/ Darrell Crate _____
~~Darrell~~ Crate
~~Managing Director~~

LE PARTNERS HOLDINGS IV LLC

By: /s/ Darrell Crate _____
~~Name~~ Darrell Crate
~~Title~~ Managing Director

By: /s/ Darrell Crate _____
~~Name~~ Darrell Crate

By: /s/ Avshalom Kalichstein _____
~~Name~~ Avshalom Kalichstein

By: /s/ John Murphy _____
~~Name~~ John Murphy

LEVIN CAPITAL STRATEGIES, LP

By: /s/ John A. Levin _____
~~Name~~ John A. Levin
~~Title~~ Executive Officer