

Registration No. 333-272382  
Registration No. 333-231122  
Registration No. 333-223899  
Registration No. 333-206161  
Registration No. 333-183321  
Registration No. 333-150053  
Registration No. 333-126161

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-272382  
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-231122  
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-223899  
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-206161  
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-183321  
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-150053  
POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 333-126161

*UNDER  
THE SECURITIES ACT OF 1933*

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**TREEHOUSE FOODS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction  
of Incorporation or Organization)

**20-2311383**

(I.R.S. Employer  
Identification No.)

**2021 Spring Road, Suite 600  
Oak Brook, Illinois**  
(Address of Principal Executive Offices)

**60523**  
(Zip Code)

**TreeHouse Foods, Inc. Equity and Incentive Plan  
(f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan)**  
(Full title of the plan)

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**Kristy N. Waterman**  
Executive Vice President, Chief Human Resources Officer, General Counsel, and Corporate Secretary  
TreeHouse Foods, Inc.  
2021 Spring Road, Suite 600  
Oak Brook, Illinois 60523  
(708) 483-1300

(Name, address and telephone number, including area code, of agent for service)

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*Copy to:*  
**Andrew C. Thomas**  
**Jones Day**  
**901 Lakeside Avenue**  
**Cleveland, Ohio 44114**  
**(216) 586-3939**

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company,” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

- Large accelerated filer ☒

Non-accelerated filer ☐
- Accelerated filer ☐

Smaller reporting company ☐

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. ☐

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## TERMINATION OF REGISTRATION

This Post-Effective Amendment relates to the following Registration Statements on Form S-8 (collectively, the “Registration Statements”) filed by TreeHouse Foods, Inc., a Delaware corporation (the “Company”), with the Securities and Exchange Commission:

- Registration No. 333-272382, filed on June 2, 2023, registering 5,000,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-231122, filed on April 30, 2019, registering 1,450,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-223899, filed on March 23, 2018, registering 3,800,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-206161, filed on August 6, 2015, registering 3,000,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-183321, filed on August 15, 2012, registering 3,250,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-150053, filed on April 2, 2008, registering 1,260,000 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).
- Registration No. 333-126161, filed on June 28, 2005, as amended on April 2, 2008, registering 4,750,167 shares of common stock under the TreeHouse Foods, Inc. Equity and Incentive Plan (f/k/a the TreeHouse Foods, Inc. 2005 Long-Term Stock Incentive Plan).

Pursuant to the Agreement and Plan of Merger, dated as of November 10, 2025 (the “Merger Agreement”), by and among the Company, Industrial F&B Investments II, Inc., a Delaware corporation (“Parent”), and Industrial F&B Investments III, Inc., a Delaware corporation and a wholly owned subsidiary of Parent (“Merger Sub”), Merger Sub merged with and into the Company, with the Company continuing as the surviving corporation and a direct wholly owned subsidiary of Parent. As a result of the consummation of the transactions contemplated by the Merger Agreement, the Company has terminated all offerings of its securities pursuant to the Registration Statements and hereby removes and withdraws from registration all securities registered pursuant to the Registration Statements that remain unsold as of the date hereof. The Registration Statements are hereby amended, as appropriate, to reflect the deregistration of such securities.

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## **SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Oak Brook, State of Illinois, on this 11th day of February, 2026.

**TREEHOUSE FOODS, INC.**

**(Registrant)**

By: /s/ Kristy N. Waterman

Name: Kristy N. Waterman

Title: Executive Vice President, Chief Human  
Resources Officer, General Counsel, and  
Corporate Secretary

Pursuant to Rule 478 of the Securities Act of 1933, as amended, no other person is required to sign this Post-Effective Amendment to the Registration Statements.