

# FORM 4

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

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *<br><b>FERGUSON DIANA SUE</b><br>(Last) (First) (Middle)<br><b>2021 SPRING ROAD, SUITE 600</b><br>(Street)<br><b>OAK BROOK, IL 60523</b><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>TreeHouse Foods, Inc. [ THS ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below)<br><input type="checkbox"/> Other (specify below) |
| 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>6/26/2015</b>                                                                                                                                          |                                                                                     | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                                            |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY)                                                                                                                                                         |                                                                                     |                                                                                                                                                                                                                                                                           |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                                     |                                                        |                                   |                                   |                              |                                                                      |                                                                                           |                                         |                                                                                                  |                                                                                      |                                                       |                                               |                                                                                                       |                                                                                  |                                                        |
|----------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|-----------------------------------|-----------------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------------------|
| 1. Title of Security<br>(Instr. 3)                                                                                   | 2. Trans. Date                                         | 2A. Deemed Execution Date, if any | 3. Trans. Code<br>(Instr. 8)      |                              | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |                                                                                           |                                         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(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<br>(Instr. 3)                                                                          | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date                    | 3A. Deemed Execution Date, if any | 4. Trans. Code<br>(Instr. 8) |                                                                      | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date |                                                                                                  | 7. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 3 and 4) |                                                       | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(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                                       |                                               |                                                                                                       |                                                                                  |                                                        |
| Restricted Stock Unit                                                                                                | (1)                                                    | 6/26/2015                         |                                   | A                            |                                                                      | 2030                                                                                      |                                         | (2)                                                                                              | (2)                                                                                  | Common Stock                                          | 2030                                          | \$0.00                                                                                                | 2030                                                                             | D                                                      |

#### Explanation of Responses:

- (1) Each restricted stock unit is equal in value to one share of common stock of TreeHouse Foods, Inc.
- (2) Unless deferred, restricted stock units vest and settle in stock or cash upon the 12-month anniversary of the grant date.

#### Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |         |       |
|----------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                            | Director      | 10% Owner | Officer | Other |
| FERGUSON DIANA SUE<br>2021 SPRING ROAD<br>SUITE 600<br>OAK BROOK, IL 60523 | X             |           |         |       |

#### Signatures

/s/Thomas E. O'Neill, as attorney-in-fact

6/30/2015

--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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.