

FORM 4

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
ODonnell Patrick M			TreeHouse Foods, Inc. [THS]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
2021 SPRING ROAD, SUITE 600			12/19/2025			EVP, Chief Financial Officer		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
OAK BROOK, IL 60523						<input checked="" type="checkbox"/> Form filed by One Reporting Person		
(City) (State) (Zip)						<input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (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			
Common Stock	12/19/2025		M ⁽¹⁾		5,307	A	\$0	21,119	D	
Common Stock	12/19/2025		F ⁽²⁾		1,555	D	\$23.6	19,564	D	
Common Stock	12/19/2025		M ⁽¹⁾		6,250	A	\$0	25,814	D	
Common Stock	12/19/2025		F ⁽²⁾		1,832	D	\$23.6	23,982	D	
Common Stock	12/19/2025		M ⁽¹⁾		749	A	\$0	24,731	D	
Common Stock	12/19/2025		F ⁽²⁾		220	D	\$23.6	24,511	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (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	Title	Amount or Number of Shares				
Restricted Stock Unit	(3)	12/19/2025		M (1)			5,307	(4)	(4)	Common Stock	5,307 (5)	\$0	5,307	D	
Restricted Stock Unit	(3)	12/19/2025		M (1)			6,250	(6)	(6)	Common Stock	6,250 (5)	\$0	12,500	D	
Restricted Stock Unit	(3)	12/19/2025		M (1)			749	(7)	(7)	Common Stock	749 (5)	\$0	0	D	

Explanation of Responses:

- (1) Settlement of restricted stock units into shares of common stock.
- (2) Shares withheld to satisfy minimum tax withholding requirements upon vesting of restricted stock units.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock of TreeHouse Foods, Inc.
- (4) This award was scheduled to vest in three equal installments on 03/15/2025, 03/15/2026, and 03/15/2027, subject to the reporting person's continued service through such vesting date but the vesting of the portion reflected herein was accelerated from 03/15/2026 in order to mitigate the adverse impact to the Issuer and the Reporting Person of Section 280G of the Internal Revenue Code in connection with the pending transaction between the Issuer and Industrial F&B Investments III Inc. ("Section 280G Mitigation").
- (5) This award will be subject to clawback in the event it is determined that the Reporting Person would not have ultimately vested in the award notwithstanding

the acceleration reflected herein.

- (6) This award was scheduled to vest in three equal installments on 02/27/2026, 02/27/2027, and 02/27/2028, subject to the reporting person's continued service through such vesting date but the vesting of the portion reflected herein was accelerated from 02/27/2026 in connection with the Section 280G Mitigation.
- (7) This award was scheduled to vest in three equal installments on 03/13/2024, 03/13/2025, and 03/13/2026, subject to the reporting person's continued service through such vesting date but the vesting of the portion reflected herein was accelerated from 03/13/2026 in connection with the Section 280G Mitigation.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ODonnell Patrick M 2021 SPRING ROAD, SUITE 600 OAK BROOK, IL 60523			EVP, Chief Financial Officer	

Signatures

/s/ Kristy N. Waterman, by Power of Attorney

12/22/2025

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.