

Schmelter Triona
Form 3
January 22, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Schmelter Triona | | (Month/Day/Year) | TreeHouse Foods, Inc. [THS] | |
| (Last) | (First) | (Middle) | 01/11/2019 | |
| 2021 SPRING RD,Â SUITE 600 | | | | |
| (Street) | | (Check all applicable) | | |
| OAK BROOK,Â ILÂ 60523 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Division President | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 2,968 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|--|-------|-------|-----------------|--------|----------|-------------------|---|
| Non-Qualified Stock Option (Right to Buy) | Â (1) | Â (1) | Common Stock | 3,310 | \$ 84.42 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (2) | Â (2) | Common Stock | 5,420 | \$ 98.28 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (3) | Â (3) | Common Stock | 5,560 | \$ 84.66 | D | Â |
| Restricted Stock Unit | Â (4) | Â (4) | Common Stock | 1,634 | \$ (5) | D | Â |
| Restricted Stock Unit | Â (6) | Â (6) | Common Stock | 370 | \$ (5) | D | Â |
| Restricted Stock Unit | Â (7) | Â (7) | Common Stock | 5,490 | \$ (5) | D | Â |
| Restricted Stock Unit | Â (8) | Â (8) | Common Stock | 846 | \$ (5) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schmelter Triona 2021 SPRING RD SUITE 600 OAK BROOK, IL 60523 | Â | Â | Â SVP, Division President | Â |

Signatures

Thomas E. O'Neill, by power of attorney
01/22/2019

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The stock options have a ten-year term and will vest in three approximately equal installments on each of the first three anniversaries of the grant date (February 29, 2016).
- (2) The stock options have a ten-year term and will vest in three approximately equal installments on each of the first three anniversaries of the grant date (June 27, 2016).
- (3) The stock options have a ten-year term and will vest in three approximately equal installments on each of the first three anniversaries of the grant date (March 31, 2017).
- (4) The restricted stock units vest and settle in stock or cash in three approximately equal installments on each of the first three anniversaries of the grant date (February 29, 2016).
- (5) Each restricted stock unit represents a contingent right to receive one share of common stock of TreeHouse Foods, Inc.
- (6) The restricted stock units vest and settle in stock or cash in three approximately equal installments on each of the first three anniversaries of the grant date (June 27, 2016).

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- (7) The restricted stock units vest and settle in stock or cash in three approximately equal installments on each of the first three anniversaries of the grant date (March 29, 2018).
- (8) The restricted stock units vest and settle in stock or cash in three approximately equal installments on each of the first three anniversaries of the grant date (March 31, 2017).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.