

Pinnacle Foods Inc.
Form 8-K
January 11, 2016

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

FORM 8-K

x **CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): January 11, 2016

Commission File Number 001-35844

Pinnacle Foods Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

35-2215019
(I.R.S. Employer
Identification No.)

399 Jefferson Road

Parsippany, New Jersey
(Address of Principal Executive Offices)

07054
(Zip Code)

Registrant's telephone number, including area code: (973) 541-6620

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

Attached hereto as Exhibits 99.1 and 99.2, respectively, are a summary section and pro forma financial information, each excerpted from a preliminary offering memorandum that was presented to prospective investors on January 11th, 2016, by Pinnacle Foods Inc.

The information in this Item 7.01, and in Exhibits 99.1 and 99.2 attached to this Form 8-K, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act), nor shall this Item 7.01, such Exhibit 99.1 or 99.2 or any of the information contained therein be deemed incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description of Exhibit
99.1	Summary Section Excerpt from Private Preliminary Offering Memorandum (such Exhibit 99.1 is furnished and not filed).
99.2	Pro Forma Financial Information Excerpt from Private Preliminary Offering Memorandum (such Exhibit 99.2 is furnished and not filed).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PINNACLE FOODS INC.

By: */s/ CRAIG STEENECK*

Name: Craig Steeneck

Title: Executive Vice President and Chief Financial Officer

Date: January 11, 2016

EXHIBIT INDEX

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