

PROCTER & GAMBLE Co  
Form 425  
November 01, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 or 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): November 1, 2011**

**DIAMOND FOODS, INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
  
of Incorporation)

**000-51439**  
(Commission  
  
File Number)

**20-2556965**  
(IRS Employer  
  
Identification No.)

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**600 Montgomery Street, 13<sup>th</sup> Floor**  
**San Francisco, California**  
(Address of Principal Executive Offices)

**94111**  
(Zip Code)

**Registrant's telephone number, including area code: (415) 445-7444**

(Former Name or Former Address, if Changed Since Last Report)

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 8.01 Other Events.**

On November 1, 2011, Diamond Foods, Inc. issued a press release regarding an update on the timing of its proposed acquisition of the Pringles snack business from The Procter & Gamble Company, and an investigation by Diamond's Audit Committee of the accounting for certain crop payments to walnut growers. A copy of the press release is attached as an exhibit to this report.

**Item 9.01 Financial Statements and Exhibits.**

| Exhibit no. | Title   |
|-------------|---|
| 99.1        | Diamond Foods, Inc. press release dated November 1, 2011. |

**SIGNATURE**

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.

**DIAMOND FOODS, INC.**

Date: November 1, 2011

By: /s/ Stephen E. Kim  
Name: Stephen E. Kim  
Title: Senior Vice President, General Counsel and

Human Resources