

Hillshire Brands Co  
Form 8-K  
July 01, 2014

**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): June 30, 2014**

**The Hillshire Brands Company**

**(Exact name of registrant as specified in charter)**

**Maryland**  
**(State or Other Jurisdiction**

**of Incorporation)**

**1-3344**  
**(Commission**

**File Number)**

**400 South Jefferson Street, Chicago, Illinois 60607**

**36-2089049**  
**(IRS Employer**

**Identification Number)**

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(Address of principal executive offices)

**Registrant's telephone number, including area code: (312) 614-6000**

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 (see General Instruction A.2. below):

- .. 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**

On June 30, 2014, The Hillshire Brands Company ( Hillshire ) issued a press release regarding Pinnacle Foods Inc. s termination of the Agreement and Plan of Merger, dated as of May 12, 2014, by and among Hillshire, Pinnacle Foods Inc., Helix Merger Sub Corporation and Helix Merger Sub LLC.

A copy of the press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information disclosed in this Current Report, including Exhibit 99.1 hereto, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference into any filing made under the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release dated June 30, 2014.

**SIGNATURES**

Pursuant to the requirement 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.

Dated: July 1, 2014

THE HILLSHIRE BRANDS COMPANY

By: /s/ Kent B. Magill  
Kent B. Magill  
Executive Vice President, General  
Counsel and Corporate Secretary

**EXHIBIT INDEX**

Exhibit 99.1 Press release dated June 30, 2014.