TreeHouse Foods, Inc. Form 4 May 25, 2006

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

OMB

Number:

OMB APPROVAL

3235-0287

2005

0.5

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

ENGLES GREGG L

1. Name and Address of Reporting Person *

			TreeHouse Foods, Inc. [THS]				(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Time in approximate)				
((Month/Day/Year) 05/23/2006				_					
	(Street)		4. If Am	4. If Amendment, Date Original 6					6. Individual or Joint/Group Filing(Check			
				·				-	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tal	ble I - No	on-	Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transac Code (Instr. 8	3)	4. Securition Dispose (Instr. 3, 4)	ed of (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)	
common stock	05/23/2006			M		5,500	A	\$ 10.5604	440,783	D		
common stock	05/23/2006			S		1,000	D	\$ 25.05	439,783	D		
common stock	05/23/2006			S		1,000	D	\$ 25.1	438,783	D		
common stock	05/23/2006			S		1,000	D	\$ 25.15	437,783	D		
common stock	05/23/2006			S		1,000	D	\$ 25.2	436,783	D		

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common stock	05/23/2006	S	500	D	\$ 25.35	436,283	D
common stock	05/23/2006	S	500	D	\$ 25.36	435,783	D
common stock	05/23/2006	S	500	D	\$ 25.38	435,283	D
common stock	05/24/2006	M	18,600	D	\$ 10.5604	453,883	D
common stock	05/24/2006	S	1,500	D	\$ 25.9	452,383	D
common stock	05/24/2006	S	500	D	\$ 25.91	451,883	D
common stock	05/24/2006	S	500	D	\$ 25.94	451,383	D
common stock	05/24/2006	S	600	D	\$ 25.95	450,783	D
common stock	05/24/2006	S	400	D	\$ 25.98	450,383	D
common stock	05/24/2006	S	4,500	D	\$ 25.99	445,883	D
common stock	05/24/2006	S	10,500	D	\$ 26	435,383	D
common stock	05/24/2006	S	100	D	\$ 26.02	435,283	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	ransactionDerivative Expiration (Month/I			7. Title and Amou of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amou or Numl

Code V (A)

(D)

of Sh

(9-02)

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non-qualified stock option (right to buy)	\$ 10.5604	05/23/2006	M	5,500	06/28/2005	01/22/2011	common stock	1,00
non-qualified stock option (right to buy)	\$ 10.5604	05/24/2006	M	18,600	06/28/2005	01/22/2011	common stock	18,6

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 6	Director	10% Owner	Officer	Other				
ENGLES GREGG L 2515 MCKINNEY AVE SUITE 1200 DALLAS, TX 75201	X							

Signatures

/s/ Thomas E ONeill, pursuant to Power of
Attorney

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. 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.

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