

Hillshire Brands Co  
Form 8-K  
September 05, 2012

**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): September 5, 2012**

**The Hillshire Brands Company**

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

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

**1-3344**  
**(Commission**  
  
**File Number)**

**36-2089049**  
**(IRS Employer**  
  
**Identification Number)**

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3500 Lacey Road, Downers Grove, Illinois 60515

(Address of principal executive offices)

Registrant's telephone number, including area code: (630) 598-6000

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 2.02 Results of Operations and Financial Condition**

On September 5, 2012, Maria Henry, Chief Financial Officer of The Hillshire Brands Company, reviewed certain financial information regarding Hillshire Brands during the Barclays Back-to-School Consumer Conference. Her presentation, which is posted at [www.hillshirebrands.com](http://www.hillshirebrands.com), contains information regarding Hillshire Brands' financial results for fiscal 2012, including adjusted diluted EPS for continuing operations, and information regarding Hillshire Brands' fiscal 2013 guidance and long-term 2015 operating targets. A copy of the slides reviewed by Ms. Henry during the presentation is attached as Exhibit 99 to this report and is incorporated herein by this reference.

The information disclosed in this Current Report, including Exhibit 99 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

Exhibit 99 Presentation Slides September 5, 2012

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: September 5, 2012

The Hillshire Brands Company  
(Registrant)

By: Maria Henry  
Executive Vice President and Chief Financial  
Officer (Principal Financial Officer)