

Item 8.01 Other Events.

On February 6, 2017, Post Holdings, Inc. (the “Company”) announced that it intends to commence a private offering to eligible purchasers, subject to market and other conditions, of \$1,500.0 million in aggregate principal amount of senior notes due 2025 and senior notes due 2027 (the “Offering”). The Company also announced it intends to use the net proceeds of the Offering to redeem its 6.75% senior notes due 2021 and its 7.375% senior notes due 2022.

This Current Report on Form 8-K is not an offer to purchase or a solicitation of an offer to sell any of the senior notes. This Current Report on Form 8-K does not constitute a notice of redemption with respect to any of the Company’s senior notes. Such notice, if any, will be given in accordance with the terms of the applicable indenture.

A copy of the press release issued in connection therewith is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

See Exhibit Index.

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 thereunto duly authorized.

Date: February 6, 2017 Post Holdings, Inc.
(Registrant)

By: /s/ Diedre J. Gray

Name: Diedre J. Gray

Title: SVP, General Counsel & Chief Administrative Officer, Secretary

EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release dated February 6, 2017

4