

Pinnacle Foods Inc.  
Form 3  
October 22, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â BCPV Pinnacle Holdings LLC			(Month/Day/Year)	Pinnacle Foods Inc. [PF]	
(Last)	(First)	(Middle)	10/21/2013		
C/O THE BLACKSTONE GROUP,Â 345 PARK AVE.			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		
NEW YORK,Â NYÂ 10154			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	30,668,845 <u>(1)</u> <u>(2)</u>	D	Â

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

SEC 1473 (7-02)

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

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BCPV Pinnacle Holdings LLC C/O THE BLACKSTONE GROUP 345 PARK AVE. NEW YORK, NY 10154	^	^ X	^	^

## Signatures

/s/ John G. Finley, Chief Legal Officer	10/21/2013
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) These securities represent shares of common stock, par value \$0.01 per share ("Common Stock"), of Pinnacle Foods Inc. (the "Issuer") that are directly held by BCPV Pinnacle Holdings LLC ("Blackstone Pinnacle Holdings"), a limited liability company wholly owned and managed by its members, Blackstone Capital Partners (Cayman) V L.P., Blackstone Capital Partners (Cayman) V- A L.P., Blackstone Capital Partners (Cayman) V- AC L.P., Blackstone Family Investment Partnership (Cayman) V L.P., Blackstone Family Investment Partnership (Cayman) V- SMD L.P. and Blackstone Participation Partnership (Cayman) V L.P. (collectively, the "Blackstone Funds"). (Continued in Footnote 2)
- (2) These shares of Common Stock were previously reported as beneficially owned individually by the Blackstone Funds and the transfer of these shares of Common Stock from the Blackstone Funds to Blackstone Pinnacle Holdings did not result in any change in beneficial ownership for any of the Blackstone Funds, which each continue to beneficially own the same number of shares of Common Stock indirectly through Blackstone Pinnacle Holdings following the transfer.

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.