



Item 5.05. Amendments to the Registrant’s Code of Ethics, or Waiver of a Provision of the Code of Ethics.

Post Holdings, Inc. (“Post”) has adopted a new Code of Conduct, effective as of October 1, 2018 (the “Code of Conduct”). The Code of Conduct is applicable to all directors, officers, and employees of Post, its subsidiaries and affiliates. The changes to the Code of Conduct include, among other things: (i) expanded provisions relating to compliance with anti-corruption and anti-bribery laws and other laws related to the transaction of business internationally; (ii) an expanded scope to include members of Post’s board of directors and (iii) other administrative and non-substantive amendments.

The amendment and restatement of the Code of Conduct did not relate to or result in any waiver, explicit or implicit, of any provision of the previous Code of Conduct. Any waivers under the Code of Conduct will be disclosed on a Current Report on Form 8-K or as otherwise permitted by the rules of the Securities and Exchange Commission and the New York Stock Exchange (or other stock exchange on which the Company’s securities are then listed). The new Code of Conduct is available on Post’s website at [www.postholdings.com](http://www.postholdings.com).

Item 7.01. Regulation FD Disclosure

On October 1, 2018, Post issued a press release announcing the completion of the previously announced transactions pursuant to the Transaction Agreement, dated as of August 2, 2018, among Post, its subsidiary 8th Avenue Food & Provisions, Inc. and THL Equity Fund VIII Investors (PB), LLC, an affiliate of Thomas H. Lee Partners, L.P.

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: October 1, 2018 Post Holdings, Inc.  
(Registrant)

By: /s/ Diedre J. Gray  
Name: Diedre J. Gray  
Title: EVP, General Counsel & Chief Administrative Officer, Secretary

EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release, dated October 1, 2018.