

BERRY PLASTICS HOLDING CORP  
Form 8-K  
August 29, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): August 24, 2007**

**BERRY PLASTICS HOLDING  
CORPORATION**

(Exact name of Registrant as specified in its charter)

**Delaware**

(State of Incorporation)

**BERRY PLASTICS  
CORPORATION**

(Exact name of Registrant as specified in its charter)

**Delaware**

(State of Incorporation)

**033-75706**

(Commission File Numbers)

**35-1814673**

(I.R.S. Employer Identification No.)

**101 Oakley Street  
Evansville, Indiana**

(Address of principal executive offices)

**(812) 424-2904**

(Registrant's telephone number, including area code)

**N.A.**

(Former Name or Former Address, if  
Changed Since Last Report)

**35-1813706**

(I.R.S. Employer Identification No.)

**47710**

(Zip Code)

**N.A.**

(Former Name or Former Address, if  
Changed Since Last Report)

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:

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))

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**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

On August 24, 2007, Berry Plastics Holding Corporation (“the Company”), entered into a two-year interest rate swap agreement and a three-year interest rate swap agreement, with a combined total notional amount of \$600 million, in order to hedge the interest rate variability of the Company’s debt.

Under the two-year interest rate swap agreement, which has a notional amount of \$300 million, the Company has agreed to pay a fixed interest rate of 4.875%, beginning on November 5, 2007 through November 5, 2009, in exchange for receiving floating payments based on three-month LIBOR on the same \$300 million notional amount for the same two-year period.

Under the three-year interest rate swap agreement, with a notional amount of \$300 million, the Company has agreed to pay a fixed interest rate of 4.920%, beginning on November 5, 2007 through November 5, 2010, in exchange for receiving floating payments based on three-month LIBOR on the same \$300 million notional amount for the same three-year period.

**SIGNATURE**

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 hereunto duly authorized.

BERRY PLASTICS HOLDING CORPORATION  
BERRY PLASTICS CORPORATION

Date: August 29, 2007

By: \s\ James M. Kratochvil  
Name: James M. Kratochvil  
Title: Executive Vice President, Chief  
Financial Officer, Treasurer and Secretary  
of the entities listed above