

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2012-10-09** | Period of Report: **2012-10-04**  
SEC Accession No. [0000898822-12-000558](#)

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FILER

**BERRY PLASTICS GROUP INC**

CIK: [1378992](#) | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **0930**  
Type: **8-K** | Act: **34** | File No.: [001-35672](#) | Film No.: **121135665**  
SIC: **3089** Plastics products, nec

Mailing Address  
*101 OAKLEY STREET  
PO BOX 959  
EVANSVILLE IN 47710*

Business Address  
*101 OAKLEY STREET  
PO BOX 959  
EVANSVILLE IN 47710  
8124242904*

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): October 4, 2011**

**BERRY PLASTICS GROUP, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State of Incorporation)

**001-35672**  
(Commission File Number)

**20-5234618**  
(I.R.S. Employer Identification No.)

**101 Oakley Street**  
**Evansville, Indiana**  
(Address of principal executive offices)

**47710**  
(Zip Code)

**(812) 424-2904**  
(Registrant's telephone number, including area 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))

**Item 5.02**            **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers.**

On October 4, 2012, Mr. David B. Heller was appointed as a director of the Registrant. In accordance with the Registrant's non-employee director compensation policy, Mr. Heller will receive compensation of \$85,000 per year plus \$10,000 as chairman of the Audit Committee. In addition, Mr. Heller will be granted a vested option to purchase 15,500 shares of common stock of the Registrant with an exercise price equal to the fair market value of such stock as the date of such grant.

**Item 9.01**            **Financial Statements and Exhibits.**

(d)                    Exhibits

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
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99.1	Press Release issued by Berry Plastics Group, Inc., dated as of October 4, 2012.
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**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 GROUP, INC.**

Date: October 9, 2012

By: /s/ Jeffrey D. Thompson

Name: Jeffrey D. Thompson

Title: Executive Vice President and Chief Legal Officer

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## EXHIBIT INDEX

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release issued by Berry Plastics Group, Inc., dated as of October 4, 2012.



## NEWS RELEASE

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**Media Contact:**

Eva Schmitz  
812.306.2424  
evaschmitz@berryplastics.com

**Investor Contact:**

Dustin Stilwell  
812.306.2964  
dustinstilwell@berryplastics.com

**FOR IMMEDIATE RELEASE**

### **Berry Plastics Group, Inc. Appoints David B. Heller to Company's Board of Directors**

**EVANSVILLE, Ind. – October 4, 2012** – Berry Plastics Group, Inc. (NYSE: BERY), a leading global manufacturer and marketer of value-added plastic packaging and engineered materials, today announced the appointment of David B. Heller to its Board of Directors.

Heller is the former Global Co-Head of the Securities Division at Goldman, Sachs & Co., where he also served on the Management Committee. He joined Goldman Sachs in 1989 in New York and spent significant time living and working in Tokyo and London during his career with the firm. He retired from Goldman in March of 2012.

Heller currently serves as a Trustee for the Acumen Fund, the New Museum of Contemporary Art, Project Morry, and the Third Way. He earned a B.A. from Harvard College and continues to be involved with the university as Co-Chair of his class fundraising efforts.

"We are honored to have David join the Board of Berry Plastics. His extensive background in the financial sector will prove beneficial as we move the Company forward, pursuing strategic initiatives to develop innovative new products for our customers and create increased value for our shareholders," said Jon Rich, Chairman and CEO of Berry Plastics.

### **About Berry Plastics**

Berry Plastics Group, Inc. is a leading manufacturer and marketer of plastic packaging products. The Company is a major producer of a wide range of products, including open top and closed top packaging, polyethylene-based plastic films, industrial tapes, medical specialties, flexible packaging, heat-shrinkable coatings, specialty laminates, and FIBCs. With headquarters in Evansville, Indiana, the Company serves over 13,000 customers, ranging from large

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multinational corporations to small local businesses. For additional information, visit the Company's website at [www.berryplastics.com](http://www.berryplastics.com).

### Forward-looking statements

Certain statements and information included in this release may constitute "forward looking statements" within the meaning of the Federal Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements of Berry Plastics to be materially different from any future results, performance, or achievements expressed or implied in such forward looking statements. Additional discussion of factors that could cause actual results to differ materially from management's projections, forecasts, estimates and expectations is contained in the companies' SEC filings. The companies do not undertake any obligation to update any forward-looking statements, or to make any other forward-looking statements, whether as a result of new information, future events or otherwise.

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