

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-06-10** | Period of Report: **2013-06-10**  
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FILER

**WHITEWAVE FOODS Co**

CIK: [1555365](#) | IRS No.: **460631061** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: [001-35708](#) | Film No.: **13904152**  
SIC: **2020** Dairy products

Mailing Address  
*12002 AIRPORT WAY  
BROOMFIELD CO 80021*

Business Address  
*12002 AIRPORT WAY  
BROOMFIELD CO 80021  
303-635-4000*

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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):

June 10, 2013

## The WhiteWave Foods Company

(Exact name of registrant as specified in its charter)

Delaware

001-35708

46-0631061

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

12002 Airport Way, Broomfield, Colorado

80021

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(303) 635-4000

Not Applicable

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 8.01 Other Events.

On June 10, 2013, The WhiteWave Foods Company ("WhiteWave") issued a press release announcing that it had established a record date and a meeting date for a special meeting of stockholders to consider and vote upon a proposal to approve the conversion of all outstanding shares of WhiteWave's Class B common stock into shares of WhiteWave's Class A common stock. The special meeting will be held on Tuesday, September 24, 2013. WhiteWave stockholders of record at the close of business on Friday, August 16, 2013, will be entitled to notice of and to vote at the special meeting. Holders of Class A common stock and Class B common stock will vote together as a single class on the proposal. WhiteWave's press release is filed as Exhibit 99 to this Current Report on Form 8-K.

This Current Report on Form 8-K is not a solicitation. WhiteWave will make available to all stockholders of record important information about the special meeting and the matters to be considered at the special meeting. Stockholders are urged to review that information in its entirety when it becomes available.

**Item 9.01 Financial Statements and Exhibits.**

Press release dated June 10, 2013

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**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 hereunto duly authorized.

The WhiteWave Foods Company

*June 10, 2013*

By: *Roger E. Theodoredis*

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*Name: Roger E. Theodoredis*

*Title: Executive Vice President, General Counsel &  
Secretary*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99	Press release dated June 10, 2013



**The WhiteWave Foods Company Announces Special Meeting of Stockholders  
To Consider the Conversion of Class B Shares into Class A Shares**

**Broomfield, Colo. (June 10, 2013)** - The WhiteWave Foods Company ("WhiteWave") (NYSE: WWAV) today announced that it has established a record date and a meeting date for a special meeting of its stockholders to consider and vote upon a proposal to approve the conversion of all outstanding shares of WhiteWave Class B common stock into shares of WhiteWave Class A common stock.

The special meeting will be held on Tuesday, September 24, 2013. WhiteWave stockholders of record at the close of business on Friday, August 16, 2013, will be entitled to notice of and to vote at the special meeting. Holders of Class A common stock and Class B common stock will vote together as a single class on the proposal.

Currently each share of WhiteWave Class B common stock is entitled to 10 votes with respect to the election and removal of directors and one vote with respect to all other matters submitted to a vote of WhiteWave's stockholders. If the proposal is approved, WhiteWave would have one class of common stock and all stockholders would have identical voting rights with respect to all matters submitted to a vote of stockholders.

This press release is not a solicitation. WhiteWave will make available to all stockholders of record important information about the special meeting and the matters to be considered at the special meeting. Stockholders are urged to review that information in its entirety when it becomes available.

**About The WhiteWave Foods Company**

The WhiteWave Foods Company is a leading consumer packaged food and beverage company that manufactures, markets, distributes, and sells branded plant-based foods and beverages, coffee creamers and beverages, and premium dairy products throughout North America and Europe. The Company is focused on providing consumers with innovative, great-tasting food and beverage choices that meet their increasing desires for nutritious, flavorful, convenient, and responsibly produced products. The Company's widely-recognized, leading brands distributed in North America include *Silk*® plant-based foods and beverages, *International Delight*® and *LAND O LAKES*® coffee creamers and beverages, and *Horizon Organic*® premium dairy products. Its popular European brands of plant-based foods and beverages include *Alpro*® and *Provamel*®.

\*The LAND O LAKES brand is owned by Land O' Lakes, Inc. and is used by license

**CONTACT**

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