

Hillshire Brands Co  
Form 8-K  
August 28, 2013

**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): August 22, 2013**

**The Hillshire Brands Company**

**(Exact name of registrant as specified in charter)**

**Maryland**  
**(State or Other Jurisdiction**

**of Incorporation)**

**1-3344**  
**(Commission**

**File Number)**

**36-2089049**  
**(IRS Employer**

**Identification Number)**

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400 South Jefferson Street, Chicago, Illinois 60607

(Address of principal executive offices)

Registrant's telephone number, including area code: (312) 614-6000

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 (see General Instruction A.2. below):

- 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; Compensatory Arrangements of Certain Officers**

**(b) Retirement of Director**

As of August 22, 2013, Virgis W. Colbert announced his retirement from the Board of Directors (the Board) of The Hillshire Brands Company (the Company), effective as of the Company's 2013 Annual Meeting of Shareholders (the Annual Meeting). Mr. Colbert will not stand for re-election at the Annual Meeting. Mr. Colbert's retirement was in accordance with the retirement age provisions of the Company's Corporate Governance Guidelines. The Company expresses appreciation to Mr. Colbert for his many years of dedicated service on the Board.

SIGNATURES

Pursuant to the requirement 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.

Dated: August 28, 2013

The Hillshire Brands Company

(Registrant)

By: /s/ Kent B. Magill  
Kent B. Magill  
Executive Vice President, General Counsel and Corporate Secretary