

J M SMUCKER Co  
Form 8-K  
December 05, 2014

**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): December 4, 2014**

**The J. M. Smucker Company**

**(Exact Name of Registrant as Specified in Its Charter)**

**Ohio**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-05111**  
**(Commission**  
  
**File Number)**

**34-0538550**  
**(IRS Employer**  
  
**Identification No.)**

**One Strawberry Lane**

**Orrville, Ohio**  
**(Address of Principal Executive Offices)**

**44667-0280**  
**(Zip Code)**

**Registrant's telephone number, including area code: (330) 682-3000**

**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))

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

On December 5, 2014, The J. M. Smucker Company (the Company) accepted Mr. Paul Smucker Wagstaff's resignation from the Board of Directors of the Company and as the President, U.S. Retail Consumer Foods, effective immediately. Mr. Wagstaff is leaving for personal reasons and has no conflicts with the Company's management or other board members.

In connection with his departure, the Company and Mr. Wagstaff have agreed that he will forfeit his unvested restricted stock, but will receive continuation of health benefits until April 30, 2015 and an amount equal to \$1,660,700 to be paid in 18 equal monthly installments, subject to his continued compliance with the terms of his separation agreement.

**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.

**THE J. M. SMUCKER COMPANY**

By: /s/ Jeannette L. Knudsen  
Jeannette L. Knudsen  
Vice President, General Counsel, and Corporate

Secretary

Date: December 5, 2014