

BERRY PLASTICS CORP
Form 8-K
August 08, 2006

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 7, 2006**

033-75706

(Commission File Number)

BPC Holding Corporation

(Exact name of registrant as specified in its charter)

Delaware

35-1814673

(State or other jurisdiction
of

(I.R.S. Employer

Identification Number)

incorporation or
organization)

Berry Plastics Corporation

(Exact name of registrant as specified in its charter)

Delaware

35-1813706

(State or other jurisdiction
of

(I.R.S. Employer

incorporation or
organization)

Identification Number)

**101 Oakley Street
Evansville, Indiana**

47710

(Address of principal
executive offices)

(Zip Code)

(812) 424-2904

(Registrant's telephone number, including area code)

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 8.01. Other Events.

On August 7, 2006, Berry Plastics Corporation issued a press release announcing the extension of the consent date and expiration date in connection with the cash tender offer for any and all of its outstanding \$335 million of 10-3/4% Senior Subordinated Notes due 2012, a copy of which is attached to this current report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

ITEM 9.01. Financial Statements and Exhibits.

(a) Not Applicable.

(b) Not Applicable.

(c) The exhibits listed below and in the accompanying Exhibit Index are furnished as part of this Current Report on Form 8-K.

| Exhibit | Description |
|---------|-------------------------------------|
| 99.1 | Press release dated August 7, 2006. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Dated: August 8, 2006.

BPC Holding Corporation
Berry Plastics Corporation

By: /s/ JAMES M. KRATOCHVIL

James M. Kratochvil

Executive Vice President, Chief Financial Officer, Treasurer and Secretary of the entities listed above

EXHIBIT INDEX

| Exhibit | Description |
|---------|-------------------------------------|
| 99.1 | Press release dated August 7, 2006. |