
**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): **July 15, 2021**

POST HOLDINGS PARTNERING CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40441
(Commission
File Number)

86-1759669
(I.R.S Employer
Identification No.)

2503 S. Hanley Road
St. Louis, Missouri
(Address of principal executive offices)

63144
(Zip Code)

Registrant's telephone number, including area code: **(314) 644-7600**

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Units, each consisting of one share of Series A common stock and one-third of one redeemable warrant	PSPC.U	The New York Stock Exchange
Series A common stock, par value \$0.0001 per share	PSPC	The New York Stock Exchange
Redeemable warrants, each whole warrant exercisable for one share of Series A common stock at an exercise price of \$11.50 per share	PSPC WS	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

On July 15, 2021, Post Holdings Partnering Corporation (the “Company”) announced that the holders of the Company’s units (the “Units”) may elect to separately trade the shares of Series A common stock, par value \$0.0001 per share (the “Series A common stock”), and redeemable warrants included in the Units commencing on July 16, 2021. Each Unit consists of one share of Series A common stock and one-third of one redeemable warrant to purchase one share of Series A common stock. Any Units not separated will continue to trade on the New York Stock Exchange (the “NYSE”) under the symbol “PSPC.U”. Any underlying shares of Series A common stock and redeemable warrants that are separated will trade on the NYSE under the symbols “PSPC” and “PSPC WS”, respectively. No fractional warrants will be issued upon separation of the Units and only whole warrants will trade. Holders of Units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company’s transfer agent, to separate the holders’ Units into shares of Series A common stock and redeemable warrants.

A copy of the press release issued by the Company announcing the separate trading of the securities underlying the Units is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated July 15, 2021

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.

Date: July 15, 2021

POST HOLDINGS PARTNERING CORPORATION
(Registrant)

By: /s/ Robert V. Vitale
Name: Robert V. Vitale
Title: President and Chief Investment Officer

**POST HOLDINGS
PARTNERING CORPORATION****Post Holdings Partnering Corporation Announces Separation of its Units Commencing July 16, 2021**

St. Louis, Missouri – July 15, 2021 – Post Holdings Partnering Corporation (NYSE:PSPC) (“PHPC”) today announced that, commencing July 16, 2021, holders of the units sold in PHPC’s initial public offering (the “IPO”) of 34,500,000 units may elect to separately trade the shares of Series A common stock and redeemable warrants included in the units. Those units not separated will continue to trade on the New York Stock Exchange (the “NYSE”) under the ticker symbol “PSPC.U”, and the shares of Series A common stock and redeemable warrants that are separated will trade on the NYSE under the symbols “PSPC” and “PSPC WS”, respectively. No fractional warrants will be issued upon separation of the units and only whole warrants will trade. Holders of units will need to have their brokers contact Continental Stock Transfer & Trust Company, PHPC’s transfer agent, to separate the units into shares of Series A common stock and redeemable warrants.

The units were initially offered by PHPC in an underwritten offering. Evercore Group L.L.C. and Barclays Capital Inc. acted as the lead book-running managers for the offering. A registration statement relating to the units and the underlying securities was declared effective by the Securities and Exchange Commission (the “SEC”) on May 25, 2021. This press release shall not constitute an offer to sell or the solicitation of an offer to buy any security, nor shall there be any sales of securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The offering was made only by means of a prospectus, copies of which may be obtained free of charge by visiting EDGAR on the SEC’s website at www.sec.gov, from Evercore Group L.L.C., Attn: Equity Capital Markets, 55 East 52nd Street, 36th Floor, New York, NY 10055, by phone at (888) 474-0200, or by email at ecm.prospectus@evercore.com, or from Barclays Capital Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, by phone at (888) 603-5847, or by email at barclaysprospectus@broadridge.com.

Cautionary Note Concerning Forward-Looking Statements

Certain matters discussed in this press release are “forward-looking statements.” These forward-looking statements are made based on known events and circumstances at the time of release, and as such, are subject to uncertainty and changes in circumstances. These forward-looking statements include statements regarding the anticipated separate trading of PHPC’s Series A common stock and redeemable warrants. There are a number of risks, uncertainties and assumptions that could cause actual results to differ materially from the forward-looking statements made herein, including risks relating to the rapidly changing situation related to the COVID-19 pandemic and other risks and uncertainties described in PHPC’s filings with the SEC, including in the Risk Factors section of PHPC’s registration statement and prospectus for the IPO filed with the SEC. Copies are available on the SEC’s website at www.sec.gov. These forward-looking statements represent PHPC’s judgment as of the date of this release. PHPC disclaims, however, any intent or obligation to update these forward-looking statements, except as required by law.

About Post Holdings Partnering Corporation

Post Holdings Partnering Corporation is a blank check company formed by Post Holdings, Inc. for the purpose of effecting a merger, capital stock exchange, asset acquisition, stock purchase, reorganization or similar partnering transaction with one or more businesses.

Contact:

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