Post Holdings, Inc. Form 4 November 18, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

0.5

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

Common

Common

Stock

Stock

Stock

11/16/2015

(Print or Type Responses)

1. Name and A	Symbol	2. Issuer Name and Ticker or Trading Symbol Post Holdings, Inc. [POST]			5. Relationship of Reporting Person(s) to Issuer				
<i>(</i> 7)					(Check all applicable)				
(Last)	(First) (M	,	f Earliest Tr	ransaction	W D'	100			
C/O POST I S. HANLEY	HOLDINGS, INC Y ROAD	*	Day/Year) 2015		_X_ Director _X_ Officer (give below)	ve title Oth below) SSIDENT & CEO	er (specify		
	(Street)	4. If Am	endment, Da	te Original	6. Individual or J	Joint/Group Fili	ng(Check		
ST. LOUIS,	, MO 63144	Filed(Mo	nth/Day/Year)	Applicable Line) _X_ Form filed by Form filed by Person	One Reporting Pe More than One Re			
(City)	(State) ((Zip) Tab	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Code V

A

Amount

40,000

(1)

(D)

A

Price

\$0

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(Instr. 3 and 4)

D

Ι

Ι

66,444

41,792

6,190

By 2000

By 2014

Trust

Trust

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) Disposed of (I (Instr. 3, 4, and 5)	Expiration I (Month/Day or			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount Number Shares	
Employee Stock Options (right to buy)	\$ 60.5	11/16/2015		A	130,000	<u>(2)</u>	11/16/2025	Common Stock	130,00	

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
VITALE ROBERT V					
C/O POST HOLDINGS, INC.	X		PRESIDENT & CEO		
2503 S. HANLEY ROAD	A PRESIDENT & C		PRESIDENT & CEO		
ST. LOUIS, MO 63144					

Signatures

/s/ Diedre J. Gray, Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Each restricted stock unit represents a contingent right to receive one share of Post Holdings, Inc. common stock. The restricted stock (1) units were awarded on November 16, 2015 under the Post Holdings, Inc. Long-Term Incentive Plan in a transaction exempt under Rule 16b-3 and vest in equal increments over three years.
- (2) The option to purchase 130,000 shares of common stock was awarded under the Post Holdings, Inc. 2012 Long-Term Incentive Plan in a transaction exempt under Rule 16b-3 and vest in equal increments over three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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