

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): February 1, 2013

**BERRY PLASTICS GROUP, INC.**

(Exact name of Registrant as specified in its charter)

<b>Delaware</b> (State of Incorporation)	<b>001-35672</b> (Commission File Number)	<b>20-5234618</b> (I.R.S. Employer Identification No.)
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<b>101 Oakley Street</b> <b>Evansville, Indiana</b> (Address of principal executive offices)	<b>47710</b> (Zip Code)
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**(812) 424-2904**  
(Registrant's telephone number, including area code)

**N/A**  
(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))
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**Item 7.01 Regulation FD Disclosure.**

On February 1, 2013, the Berry Plastics Group, Inc. (the “Registrant”) announced that its subsidiary, Berry Plastics Corporation (“Berry Corporation”), has determined that it intends to obtain commitments for \$1.4 billion of first lien senior secured term loans (rather than \$ 1.0 billion, as previously announced on January 29, 2013), to be structured as an incremental facility under Berry Corporation’s existing term loan credit agreement. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference into this Item 8.01.

The information furnished pursuant to Item 7.01 of this Current Report on Form 8-K (including Exhibit 99.1 hereto) is being furnished and shall not be deemed “filed” under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be incorporated by reference into future filings by the Registrant under the Securities Act or under the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued by Berry Plastics Group, Inc., dated as of February 1, 2013.

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**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.

**BERRY PLASTICS GROUP, INC.**

Date: February 1, 2013

By: /s/ James M. Kratochvil  
Name: James M. Kratochvil  
Title: Chief Financial Officer  
*(Principal Financial Accounting Officer)*

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued by Berry Plastics Group, Inc., dated as of February 1, 2013.

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[Missing Graphic Reference]

**NEWS RELEASE**

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**Berry Plastics Corporation Announces Plans for Incremental Term Loan**

**EVANSVILLE, Ind. - February 1, 2013** – Berry Plastics Group, Inc. (NYSE: BERY) announced today that its subsidiary, Berry Plastics Corporation (“Berry”), has determined that it intends to obtain commitments for \$1.4 billion of first lien senior secured term loans (rather than \$1.0 billion, as previously announced), to be structured as an incremental facility under Berry’s existing term loan credit agreement (such loans, the “New Loans”). Berry intends to use the net proceeds from the borrowing of the New Loans to redeem all of its outstanding 8 ¼% First Priority Senior Secured Notes due 2015, Second Priority Senior Secured Floating Rate Notes due 2014, First Priority Senior Secured Floating Rate Notes due 2015 and 10¼% Senior Subordinated Notes due 2016 (the “Redemption”). Berry is in discussion with lenders regarding the New Loans; however, there can be no assurance that Berry will obtain the commitments in the time frame or on the terms it expects, or at all or that the Redemption will occur. The Redemption will be made, if at all, pursuant to the redemption terms and notice provisions of the applicable indentures.

**About Berry Plastics**

Berry Plastics Group, Inc. is a leading provider of value-added plastic consumer packaging and engineered materials delivering high-quality customized solutions to our customers with annual net sales of \$4.8 billion in fiscal 2012. With world headquarters in Evansville, Indiana, the Company’s common stock is listed on the New York Stock Exchange under the ticker symbol BERY. For additional information, visit the Company’s website at [www.berryplastics.com](http://www.berryplastics.com).

Certain statements and information included in this release may constitute “forward looking statements” within the meaning of the Federal Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance, or achievements expressed or implied in such forward looking statements. Additional discussion of factors that could cause actual results to differ materially from management’s projections, forecasts, estimates and expectations is contained in the companies’ SEC filings. The Company does not undertake any obligation to update any forward-looking statements, or to make any other forward-looking statements, whether as a result of new information, future events or otherwise.

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