
**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**

March 17, 2011
(Date of Report/Date of earliest event reported)

SOLO CUP COMPANY

(Exact name of registrant as specified in its charter)

Commission file number: 333-116843

Delaware
**(State or other jurisdiction of
incorporation or organization)**

47-0938234
**(I.R.S. Employer
Identification No.)**

150 South Saunders Road, Suite 150
Lake Forest, Illinois
(Address of principal executive offices)

60045
(Zip Code)

Registrant's telephone number, including area code: (847) 444-5000

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 2.02 Results of Operations and Financial Condition

On March 17, 2011, Solo Cup Company released certain financial information as of December 26, 2010 and December 27, 2009 and for the thirteen and fifty-two weeks then ended. Such financial information is furnished to the Securities and Exchange Commission as Exhibit 99.1 to this current report.

The financial information furnished as Exhibit 99.1 to this current report includes EBITDA, or net income (loss) before interest, taxes, depreciation and amortization. EBITDA is a non-GAAP financial measure as defined in Item 10 of Regulation S-K of the Securities Exchange Act of 1934 (the "Exchange Act"). EBITDA is not a measure of financial performance calculated in accordance with GAAP and should not be considered as an alternative to net income (loss) or any other performance measure derived in accordance with GAAP, or as an alternative measure of liquidity. EBITDA should be viewed in addition to, and not as a substitute for, analysis of our results reported in accordance with GAAP. Solo Cup Company presents EBITDA to provide additional information regarding its current financial and operating performance because the measure excludes certain items that may not be indicative of the company's core operating results. Management believes that EBITDA provides useful information to the company and its investors, and is frequently utilized by security analysts, lenders and other interested parties to evaluate companies in the same industry. In addition, because Solo Cup Company historically has provided EBITDA-based measures to investors and other interested parties, in some instances as required by its financing arrangements, management believes that the quarterly presentation of EBITDA provides consistency in the company's financial reporting and is a useful supplemental measure in comparing the company's operating performance from period to period.

Item 9.01 Financial Statements and Exhibits

<u>Exhibit Number</u>	<u>Exhibit Description</u>
99.1	Certain financial information of Solo Cup Company as of December 26, 2010 and December 27, 2009, and for the thirteen and fifty-two weeks then ended

The information contained in this current report, including in Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Exchange Act or incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as may be expressly set forth by specific reference in any such filing.

SIGNATURES

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.

SOLO CUP COMPANY

By: /s/ Robert D. Koney, Jr.
Robert D. Koney, Jr.
Executive Vice President and Chief Financial
Officer

Date: March 17, 2011

EXHIBIT INDEX

Exhibit
Number

Exhibit Description

99.1 Certain financial information of Solo Cup Company as of December 26, 2010 and December 27, 2009, and for the thirteen and fifty-two weeks then ended

Solo Cup Company and Subsidiaries
Consolidated Statements of Operations
(In millions)

	Thirteen weeks ended		Fifty-two weeks ended	
	December 26, 2010	December 27, 2009	December 26, 2010	December 27, 2009
Net sales	\$ 409.2	\$ 387.0	\$ 1,582.9	\$ 1,502.6
Cost of goods sold	363.9	336.1	1,439.3	1,296.2
Gross profit	45.3	50.9	143.6	206.4
Selling, general and administrative expenses	38.3	37.5	150.4	150.1
Impairment of goodwill	—	—	—	17.2
Asset impairment	3.9	—	20.5	—
Loss on asset disposals	1.2	1.5	3.9	9.0
Operating income (loss)	1.9	11.9	(31.2)	30.1
Interest expense, net of interest income	17.8	17.7	70.6	63.1
Reclassification of unrealized loss on cash flow hedges to interest expense	—	—	—	9.1
Loss on debt extinguishment	—	—	—	2.5
Foreign currency exchange loss (gain), net	1.6	(0.2)	2.2	(2.6)
Gain from bargain purchase	—	—	(1.7)	—
Loss before income taxes	(17.5)	(5.6)	(102.3)	(42.0)
Income tax (benefit) provision	(0.3)	(1.1)	1.9	(6.3)
Net loss	<u>\$ (17.2)</u>	<u>\$ (4.5)</u>	<u>\$ (104.2)</u>	<u>\$ (35.7)</u>
Reconciliation of net loss to EBITDA (non-GAAP measure)				
	Thirteen weeks ended		Fifty-two weeks ended	
	December 26, 2010	December 27, 2009	December 26, 2010	December 27, 2009
Net loss ⁽¹⁾	\$ (17.2)	\$ (4.5)	\$ (104.2)	\$ (35.7)
Interest expense, net (includes reclassification of unrealized loss on cash flow hedges)	17.8	17.7	70.6	74.7
Income tax (benefit) provision	(0.3)	(1.1)	1.9	(6.3)
Depreciation and amortization (excluding accelerated depreciation)	16.5	18.1	69.9	70.0
Accelerated depreciation	11.1	—	39.7	—
EBITDA (non-GAAP measure)	<u>\$ 27.9</u>	<u>\$ 30.2</u>	<u>\$ 77.9</u>	<u>\$ 102.7</u>

⁽¹⁾ Net loss includes the following items, which are listed here to provide information for purposes of additional analysis.

	Thirteen weeks ended		Fifty-two weeks ended	
	December 26, 2010	December 27, 2009	December 26, 2010	December 27, 2009
Plant closure expenses and severance costs	\$ 0.8	\$ 1.8	\$ 8.7	\$ 13.3
Closed plant inefficiencies	3.3	—	4.2	1.0
Pension plan curtailment loss	—	—	1.5	—
Impairment of goodwill	—	—	—	17.2
Asset impairment	3.9	—	20.5	—
Gain from bargain purchase	—	—	(1.7)	—
Loss on asset disposals	1.2	1.5	3.9	9.0
Foreign currency exchange loss (gain), net	1.6	(0.2)	2.2	(2.6)
Long-term incentive plan	1.0	—	(0.1)	0.4
Contractual resolution charge	—	—	—	3.9

Solo Cup Company and Subsidiaries
Condensed Consolidated Balance Sheets
(In millions)

	December 26, 2010	December 27, 2009
Assets		
Cash and cash equivalents	\$ 21.5	\$ 30.0
Accounts receivable, net	120.7	124.9
Inventories	227.6	232.6
Deferred income taxes	13.1	19.1
Other current assets	25.8	29.8
Total current assets	408.7	436.4
Property, plant and equipment, net	429.1	509.0
Other assets	26.9	42.0
Total assets	<u>\$ 864.7</u>	<u>\$ 987.4</u>
Liabilities and Shareholder's (Deficit) Equity		
Accounts payable	\$ 63.1	\$ 82.0
Accrued expenses	55.9	55.6
Current maturities of long-term debt	0.4	0.8
Other current liabilities	59.2	47.1
Total current liabilities	178.6	185.5
Long-term debt, net of current maturities	637.3	635.3
Deferred income taxes	14.9	22.7
Other liabilities	121.4	125.7
Total liabilities	952.2	969.2
Total shareholder's (deficit) equity	(87.5)	18.2
Total liabilities and shareholder's (deficit) equity	<u>\$ 864.7</u>	<u>\$ 987.4</u>

Solo Cup Company and Subsidiaries
Condensed Consolidated Statements of Cash Flows
(In millions)

	Fifty-two weeks ended	
	December 26, 2010	December 27, 2009
Cash flows from operating activities		
Net loss	\$ (104.2)	\$ (35.7)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	109.6	70.0
Deferred financing fee amortization	7.0	6.0
Impairment of goodwill	—	17.2
Loss on asset disposals	3.9	9.0
Pension plan curtailment loss	1.5	—
Loss on debt extinguishment	—	2.5
Gain from bargain purchase	(1.7)	—
Reclassification of unrealized loss on cash flow hedges	—	9.1
Asset impairment	20.5	—
Deferred income taxes	(0.9)	(8.6)
Foreign currency exchange loss (gain), net	2.2	(2.6)
Changes in operating assets and liabilities, net of business acquisition	4.1	68.7
Other, net	1.7	2.3
Net cash provided by operating activities	<u>43.7</u>	<u>137.9</u>
Cash flows from investing activities		
Purchase of property, plant and equipment	(42.1)	(71.8)
Proceeds from sale of property, plant and equipment	7.7	16.6
Business acquisition, net of cash acquired	(23.7)	—
Decrease (increase) in restricted cash	8.5	(10.4)
Proceeds from insurance reimbursement	1.2	—
Net cash used in investing activities	<u>(48.4)</u>	<u>(65.6)</u>
Cash flows from financing activities		
Net borrowings under revolving credit facilities	(2.3)	(13.0)
Borrowings under the 10.5% Senior Secured Notes	—	293.8
Repayments of term notes	(0.4)	(363.2)
Repayments of other debt	(0.4)	(0.3)
Return of capital to parent	(0.1)	—
Debt issuance costs	(0.8)	(18.3)
Net cash used in financing activities	<u>(4.0)</u>	<u>(101.0)</u>
Effect of exchange rate changes on cash	<u>0.2</u>	<u>1.2</u>
Net decrease in cash and cash equivalents	(8.5)	(27.5)
Cash and cash equivalents, beginning of period	30.0	57.5
Cash and cash equivalents, end of period	<u>\$ 21.5</u>	<u>\$ 30.0</u>