

CHS INC  
Form 8-K  
September 22, 2004

---

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):

September 21, 2004

CHS Inc.

(Exact name of registrant as specified in its charter)

Minnesota

(State or other jurisdiction  
of incorporation)

0-50150

(Commission  
File Number)

41-0251095

(I.R.S. Employer  
Identification No.)

5500 Cenex Drive, Inver Grove Heights, MN

(Address of principal executive offices)

55077

(Zip Code)

Registrant's telephone number, including area code

651-355-6000

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))

**Top of the Form**

**Item 1.01. Entry into a Material Definitive Agreement.**

On September 21, 2004 CHS Inc. (the "Company") completed a \$125,000,000 private placement and note purchase agreement with several insurance companies. The notes carry a coupon rate of 5.25% and will mature on September 21, 2014, with 5 annual principal payments of \$20,000,000 beginning at the end of the sixth year (September 21, 2010).

The Company intends to use the proceeds from the notes for general corporate purposes, including the repayment of other debt and for budgeted capital expenditures.

For more detailed information regarding this transaction, reference is made to the Note Purchase Agreement which is attached as Exhibit 10.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

10.1 Note Purchase Agreement for Series H Senior Notes dated September 21, 2004.

---

**Top of the Form**

**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.

CHS Inc.  
(Registrant)

*September 22, 2004*

By: *John Schmitz*

---

*Name: John Schmitz*  
*Title: Executive Vice President and Chief Financial Officer*

---

**Top of the Form**

Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
EX-10.1	Note Purchase Agreement for Series H Senior Notes dated September 21, 2004