

SANDERSON FARMS INC

Form 8-K

August 27, 2004

Table of Contents

**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): August 24, 2004

**SANDERSON FARMS, INC.**

(Exact name of registrant as specified in its charter)

Mississippi	1-14977	64-0615843
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
225 N. 13th Avenue P.O. Box 988 Laurel, Mississippi		39440
(Address of principal executive offices)		(Zip Code)
	(601) 649-4030	
	(Registrant's telephone number, including area code)	
	Not applicable.	
	(Former name or former address, if changed since last report)	

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- 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))

**TABLE OF CONTENTS**

Item 2.02 Results of Operations and Financial Condition.

Item 9.01 Financial Statements and Exhibits.

SIGNATURES

EXHIBIT INDEX

Ex-99.1 Press Release dated August 24,2004

Ex-99.2 Transcript of conference call held by Sanderson Farms, Inc. on August 24, 2004

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**Table of Contents**

**Section 2 Financial Information**

**Item 2.02 Results of Operations and Financial Condition.**

On August 24, 2004, the Registrant issued a press release announcing its earnings for its fiscal quarter ended July 31, 2004. The press release is furnished herewith as Exhibit 99.1. Also on August 24, 2004, the Registrant held a conference call to discuss its earnings for its fiscal quarter ended July 31, 2004. A transcript of the conference call is furnished herewith as Exhibit 99.2. The information in the press release and transcript is not to be considered filed for purposes of the Securities Exchange Act of 1934.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(c) The following exhibits are filed with this Current Report:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release of Sanderson Farms, Inc. dated August 24, 2004
99.2	Transcript of conference call held by Sanderson Farms, Inc. on August 24, 2004

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**Table of Contents**

**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.

**SANDERSON FARMS, INC.**

(Registrant)

Date: *August 27, 2004*

By: */s/ D. Michael Cockrell*  
*D. Michael Cockrell*  
*Treasurer and Chief Financial Officer*

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**Table of Contents**

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