

CHS INC  
Form 8-K  
August 16, 2005

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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):

August 16, 2005

CHS Inc.

(Exact name of registrant as specified in its charter)

Minnesota

0-50150

41-0251095

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

5500 Cenex Drive, Inver Grove Heights,  
Minnesota

55077

(Address of principal executive offices)

(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 8.01 Other Events.**

CF Industries, Inc., of which we formerly owned approximately 20%, has completed a business reorganization. As a result of the reorganization, we own 2,150,396 shares of common stock of CF Industries Holdings, Inc. ("CF Holdings") which was formed to be the holding company for the operations of CF Industries, Inc. This ownership represents 3.9% of the outstanding common stock of CF Holdings. We also received approximately \$140 million in cash as part of the reorganization, which will be used for general corporate purposes. CF Holdings closed today on a public offering of 41,250,000 shares of common stock at a price of \$16.00 per share. The underwriters of the offering also exercised their over-allotment option for an additional 6,187,500 shares. There are 55,000,000 total shares of outstanding common stock of CF Holdings, including the shares included in the public offering and the shares received by prior owners of CF Industries, Inc.

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**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.

*August 16, 2005*

By: */s/ John Schmitz*

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*Name: John Schmitz*

*Title: Executive Vice President and Chief Financial Officer*