

SANDERSON FARMS INC
Form 8-K
November 03, 2016

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): October 28, 2016

SANDERSON FARMS, INC.

(Exact name of registrant as specified in its charter)

Mississippi
(State or other jurisdiction of
incorporation)

1-14977
(Commission File Number)

64-0615843
(I.R.S. Employer Identification
No.)

127 Flynt Road
Laurel, Mississippi
(Address of principal executive offices)

(601) 649-4030

39443
(Zip Code)

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(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))

Section 8 Other Events

Item 8.01 Other Events.

Sanderson Farms, Inc. (the Registrant); Joe F. Sanderson, Jr., the Chairman of the Registrant's Board of Directors and its Chief Executive Officer; and D. Michael Cockrell, director and Chief Financial Officer, were named as defendants in a putative class action lawsuit filed on October 28, 2016, in the United States District Court for the Southern District of New York. The complaint alleges that the defendants made statements in the Registrant's SEC filings and press releases, and other public statements, that were materially false and misleading in light of the Registrant's alleged, undisclosed violation of the federal antitrust laws. A separate putative class action lawsuit was filed against the Registrant related to those alleged violations, as reported in the Registrant's Current Report on Form 8-K filed on September 6, 2016. The complaint also alleges that the material misstatements were made in order to, among other things, artificially inflate and maintain the market price of Sanderson Farms securities. The complaint alleges the defendants thereby violated the Securities Exchange Act of 1934, as amended (the Exchange Act), including Section 10(b) of the Exchange Act and Rule 10b-5 promulgated thereunder, and seeks damages, interest, costs and attorneys' fees. The lawsuit is in its earliest stage and the defendants intend to defend it vigorously.

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: November 3, 2016

*By: /s/ D. Michael Cockrell
D. Michael Cockrell*

Treasurer and Chief Financial Officer