

CF Industries Holdings, Inc.
Form 8-K
July 19, 2007

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): **July 18, 2007**

CF Industries Holdings, Inc.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-32597

(Commission
File Number)

20-2697511

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

4 Parkway North, Suite 400

Deerfield, IL

(Address of principal
executive offices)

60015

(Zip Code)

Registrant's telephone number, including area code: **(847) 405-2400**

(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 (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))

Item 5.02

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 18, 2007, the Board of Directors of CF Industries Holdings, Inc. (the "Company") elected Stephen A. Furbacher as a member of the Board to hold office as a Class I director until the Company's annual meeting of stockholders in 2009. The Company's corporate governance and nominating committee recommended and nominated Mr. Furbacher to the Board. The Board has affirmatively determined that Mr. Furbacher is independent under the corporate governance standards of the New York Stock Exchange, Inc. In connection with his election to the Board, Mr. Furbacher has been appointed to serve on the Company's compensation and corporate governance and nominating committees.

There were no arrangements or understandings between Mr. Furbacher and any other person pursuant to which Mr. Furbacher was elected to serve as a director, and there are and have been no transactions, either since the beginning of the Company's last fiscal year or currently proposed, regarding Mr. Furbacher that are required to be disclosed under Item 404(a) of Regulation S-K.

Pursuant to the Company's director compensation policy, Mr. Furbacher will receive a cash retainer of \$40,000 and a restricted stock grant with a fair market value of \$65,000 in connection with his election as a director.

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.

Date: July 19, 2007

CF INDUSTRIES HOLDINGS, INC.

By: /s/ Douglas C. Barnard
Name: Douglas C. Barnard
Title: Vice President, General Counsel,
and Secretary