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CONAGRA FOODS INC /DE/  
Form 8-K  
September 05, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

September 3, 2002  
Date of Report (Date of earliest event reported)

ConAgra Foods, Inc.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-7275 (Commission File Number)	47-0248710 (IRS Employer Identification No.)
One ConAgra Drive, Omaha, Nebraska (Address of principal executive offices)		68102-5001 (Zip Code)

Registrant's telephone number, including area code  
(402) 595-4000

Item 5. Other Events.

ConAgra Foods, Inc. previously announced an agreement, signed on May 21, 2002, to transfer its fresh beef and pork processing businesses to a new venture, 54% owned by an investor group led by Hick, Muse, Tate & Furst, Inc. and 46% owned by ConAgra Foods. The agreement was filed as an exhibit on the company's Form 8-K dated May 21, 2002. ConAgra Foods recently announced that the transaction is expected to close during September. The parties have executed an amendment dated as of September 3, 2002 to the agreement. A prior amendment dated July 3, 2002 reflected name changes of certain business entities involved in the transaction. Both amendments are attached hereto as an exhibit and incorporated by reference.

Item 7(c). Exhibits.

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2.1 Amendment No. 2, dated as of September 3, 2002 and Amendment No. 1 dated as of July 3, 2002, to Agreement, dated as of May 20, 2002, by and among ConAgra Foods, S&C Holdco, Inc. and HMTF Rawhide, L.P.

### 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.

CONAGRA FOODS, INC.

Date: September 5, 2002

By: /s/ James P. O'Donnell

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Name: James P. O'Donnell  
Title: Executive Vice President,  
Chief Financial Officer and  
Corporate Secretary

### EXHIBIT INDEX

Exhibit	Description	Page
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