SEABOARD CORP /DE/
Form 8-K
January 05, 2018
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) January 5, 2018

Seaboard Corporation

(Exact name of registrant as specified in its charter)

Delaware	1-3390	04-2260388
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

9000 West 67th Street, Merriam, Kansas	66202
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (913) 676-8800

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))

Indicate by check mark whether the registrant is an emerging grown company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events

On January 5, 2018, Seaboard Overseas Limited, a wholly-owned subsidiary of Seaboard Corporation, together with Seaboard Corporation (together, “Seaboard”), completed the previously reported acquisitions of substantially all of the stock of five businesses operating as Groupe Mimran from Jean-Claude Mimran, Robert Mimran, Patrick Mimran, and certain other minority shareholders. The stock purchased is that of Borisniak Corp., a corporation organized under the laws of the Republic of Panama, Société Les Grands Moulins d’Abidjan, a company organized under the laws of the Republic of Ivory Coast, Les Grands Moulins de Dakar, a company organized under the laws of the Republic of Senegal, Eurafrique, a company organized under the laws of the Principality of Monaco, and Société Méditerranéenne de Transport, a company organized under the laws of the Principality of Monaco. The combined price is approximately 317.6 million Euros plus an earn-out of between zero and approximately 39.5 million Euros payable between five and eight years following the closing, together with adjustments for final working capital at the time of closing. Approximately 39.5 million Euros of the purchase price is payable over three years, together with interest at 3.25% per annum.

The foregoing is a summary and does not purport to be a complete description of all terms and conditions of the purchase agreement and the other agreements entered into in connection with the previously disclosed transaction. Seaboard intends to file the purchase agreement with its next annual report on Form 10-K.

SIGNATURE

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 thereunto duly authorized.

Date: January 5, 2018

Seaboard Corporation

By: /s/ Robert L. Steer
Robert L. Steer, Executive Vice President,
Chief Financial Officer