

CONAGRA FOODS INC /DE/
Form 8-K
March 16, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

March 16, 2006

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, NE**

(Address of Principal Executive Offices)

68102

(Zip Code)

(402) 595-4000

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(Registrant's Telephone Number, Including Area Code)

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure

On March 16, 2006, ConAgra Foods issued a press release announcing actions designed to improve long-term operating performance. A copy of the press release is furnished as Exhibit 99.1 to this Form 8-K and incorporated by this reference.

The slides used in the presentation by ConAgra Foods in its webcast of its Analyst and Investor Event on March 16, 2006 are furnished as Exhibit 99.2 to this Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

Exhibit 99.1. Press Release dated March 16, 2006

Exhibit 99.2. Slides Presentation.

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: March 16, 2006

By: /s/ Frank S. Sklarsky
Name: Frank S. Sklarsky
Title: Executive Vice President,
Chief Financial Officer

EXHIBIT INDEX

Exhibit	Description	Page No.
99.1	Press Release dated March 16, 2006	
99.2	Slides Presentation	