

SANDERSON FARMS INC  
Form 8-K  
January 27, 2014

**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 22, 2014**

**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**

**39443**

**Laurel, Mississippi**  
**(Address of principal executive offices)**

**(601) 649-4030**

**(Zip Code)**

**(Registrant's telephone number, including area code)**

**(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 5 Corporate Governance and Management

### Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.

On January 22, 2014, the Compensation Committee of the Registrant's Board of Directors ratified the payment of certain miscellaneous items of compensation during fiscal 2013 to the Registrant's executive officers, as follows:

Type	Joe F. Sanderson, Jr., Chairman & CEO	Lampkin Butts, President & COO	D. Michael Cockrell, Treasurer & CFO	Tim Rigney, Secretary
Personal Use of Company and Charter Aircraft	\$ 61,093	\$ 5,323	\$ 0	\$ 0
Other Travel Related Expenses	1,865	4,200	0	0
401(k) Plan Matching Contribution	10,200	10,200	10,200	7,160
ESOP Contribution	9,315	9,315	9,315	6,669
Life Insurance	272	272	272	272
Matching Charitable Contributions	7,500	2,500	2,500	0
Dividends Paid on Restricted Stock	137,740	40,825	38,139	1,384
Accidental Death	18	18	18	18
<b>Total</b>	<b>\$ 228,003</b>	<b>\$ 72,653</b>	<b>\$ 60,444</b>	<b>\$ 15,503</b>

**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: January 27, 2014*

*By: /s/ D. Michael Cockrell  
D. Michael Cockrell  
Treasurer and Chief Financial Officer*