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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) February 20, 2006

**S&C Holdco 3, Inc.**

(Exact Name of Registrant As Specified In Its Charter)

**Delaware**  
(State of incorporation)

**333-100717**  
(Commission  
File Number)

**81-0557245**  
(IRS Employer  
Identification No.)

**1770 Promontory Circle,  
Greeley, CO**  
(Address of Principal Executive  
Offices)

**80634**  
(Zip Code)

Registrant's telephone number, including area code **(970) 506-8000**

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))
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### **Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

On February 20, 2006 Swift & Company (“Swift” or the “Company”), a wholly owned subsidiary of S&C Holdco 3, Inc. (“Swift Holdings”), announced that Danny C. Herron resigned as chief financial officer effective immediately. On November 16, 2005 Swift announced Mr. Herron’s decision to leave the Company by September 19, 2006. Mr. Herron will remain available to advise the Company as needed until September 19, 2006.

Also effective February 20, 2006, William G. Trupkiewicz, Swift’s vice president, corporate controller, and chief accounting officer, was appointed acting chief financial officer pending completion of the search process for a permanent chief financial officer. Mr. Trupkiewicz, 42, is a Certified Public Accountant, and has served as Swift’s corporate controller and chief accounting officer since September 2002. He has been employed by Swift and its predecessor companies in various senior finance and accounting positions since 1994.

A copy of the press release issued by the Company regarding Mr. Herron’s departure and Mr. Trupkiewicz’s appointment is attached as Exhibit 99.1 and is incorporated herein by reference. This press release also discusses the appointments of two additional non-principal officers of the Company.

### **Item 9.01 Financial Statements and Exhibits**

#### (c) Exhibits

99.1 Press Release dated February 20, 2006

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 20, 2006

S&C Holdco 3, Inc.

By: /s/ Donald F. Wiseman  
Vice President, General Counsel and Secretary

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**Contact:**  
 Sean McHugh  
 Vice President  
 Investor Relations and Communications  
 (970) 506-7490

## SWIFT & COMPANY ANNOUNCES EXECUTIVE APPOINTMENTS

*Rajan Nagarajan Hired as SVP, CIO; David Marantes Joins as VP of Purchasing; Bill Trupkiewicz, Corporate Controller and Chief Accounting Officer, Named Acting CFO*

GREELEY, COLO., February 20, 2006 – Swift & Company, the world’s second-largest processor of fresh beef and pork products, today announced three senior-level executive appointments, continuing plans to enhance the strength of the Company’s management team.

- On March 16<sup>th</sup>, Rajan Nagarajan will join Swift as senior vice president and chief information officer. Currently the chief executive officer and managing partner of Kria Consulting, a leadership and management consulting firm, Nagarajan formerly served as chief information officer for Philips Medical Systems and the Kellogg Company.
- David Marantes joins Swift today as vice president of purchasing, a newly created position. Marantes most recently served as vice president, global purchasing and supply chain management at LexisNexis.
- Effective today, Bill Trupkiewicz, Swift & Company’s vice president, corporate controller and chief accounting officer, has been appointed acting chief financial officer pending completion of the search process currently under way for a permanent chief financial officer.
- Also effective today, Danny Herron will step down as chief financial officer. On November 16, 2005, Swift announced Herron’s decision to leave the Company by September 19, 2006, the expiration date of his employment agreement, but to continue to serve in his current positions to support transition planning. Herron will remain available to advise the Company, as needed, through the balance of his employment term.

Swift & Company President and CEO Sam Rovit said, “We are pleased to announce the addition of such high-caliber executives as Rajan Nagarajan and David Marantes to the Swift team. Both are seasoned professionals with extensive subject matter expertise. We plan to utilize their skills to improve the effectiveness and efficiency of our information technology and indirect procurement programs.”

Rovit continued, “Bill Trupkiewicz is a respected and highly capable finance professional with deep knowledge of the Company and the red meat processing industry. I have utmost confidence in his ability to serve as our senior financial executive as we complete the process, begun last November, leading to the appointment of a permanent chief financial officer.”

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Rovit concluded, “The many strategic and tactical changes implemented at Swift over the past 18 months have all been designed to support our overarching vision to become the best red meat provider in the world. The management appointments announced today reflect our desire to expand the Company’s bandwidth and capabilities as we continue to evolve into a stronger, more competitive red meat company.”

**Additional Executive Information**

Rajan Nagarajan has more than a quarter-century of experience in enabling information technology solutions to business problems. His background includes technology leadership roles with such companies as Kria Consulting (chief executive officer and managing partner), Philips Medical Systems (senior vice president and chief information officer), Kellogg Company (vice president and chief information officer) and Ford Motor Company (director, process reengineering and enterprise integration). Rajan holds an MS degree in Computer and Information Science from Oakland University, an MBA in Information Systems and Operations Management from the Indian Institute of Management, and a BS in Mechanical Engineering from the Birla Institute of Technology and Science.

David Marantes’ background includes various leadership roles in purchasing, materials management and logistics with such organizations as LexisNexis (vice president, global purchasing and supply chain management and vice president, operations integration), Chiquita Brands International (director, global procurement and new ventures) and the Department of Defense / U.S. Air Force (director, operations and strategic business development). He holds an MBA in Finance and Economics from the University of West Florida, an MS in International Relations from Troy State University, and a BA in Political Science and Sociology from the University of Puerto Rico.

Bill Trupkiewicz has served as Swift & Company’s corporate controller and chief accounting officer since September 2002. He has been employed by Swift and its predecessor companies in various senior finance and accounting positions since 1994. His professional experience includes seven years of public audit practice with Price Waterhouse. Trupkiewicz graduated summa cum laude with a BSBA from the University of Northern Colorado and is a licensed CPA.

Danny Herron served as Swift & Company’s co-chief executive officer from April to May of 2005. He joined ConAgra Beef Company, Swift & Company’s predecessor, in April 1998 as vice president and senior financial officer. In September 2002 he became Swift & Company’s executive vice president and chief financial officer.

**About Swift & Company**

With nearly \$10 billion in annual sales, Swift & Company is the world’s second-largest processor of fresh beef and pork. Founded in 1855 and headquartered in Greeley, Colorado, Swift processes, prepares, packages, markets, and delivers fresh, further processed and value-added beef and pork products to customers in the United States and international markets. For more information, please visit [www.swiftbrands.com](http://www.swiftbrands.com).