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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) August 5, 2005

**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 2.05 Costs Associated with Exit or Disposal Activities**

As a result of continued difficulty sourcing older non-fed cattle for slaughter in the northwestern US and the uncertainty surrounding the opening of the Canadian border to the importation of livestock older than 30 months of age, on August 5<sup>th</sup>, 2005 Swift & Company, a wholly owned subsidiary of S&C Holdco 3, Inc. (“Swift Holdings”), announced the immediate closure of its Nampa, Idaho non-fed cattle processing facility and the termination of its 408 full time employees. Swift anticipates that the costs associated with the closure will total approximately \$5.0 million in one-time severance and plant closure costs. Management is currently investigating different options of disposition that are expected to result in a significant writedown, ranging from \$7.0 million to \$9.0 million to the \$10.8 million current net book value of the related assets. The writedown of assets is expected to be finalized in Swift Holdings’ first quarter ended August 28, 2005 upon finalization of management’s plan for the idled assets.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release dated August 5, 2005

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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: August 9, 2005

S&C Holdco 3, Inc.

By: /s/ Danny C. Herron  
Chief Financial Officer, Executive Vice  
President—Finance & Controls



**Swift & Company**

FOR FURTHER INFORMATION:

Jim Herlihy  
(970) 506-8052

**SWIFT & COMPANY ANNOUNCES CLOSURE OF IDAHO COW PLANT**

*Livestock supply, market conditions insufficient to support operations*

GREELEY, COLO. — August 5, 2005 — Swift & Company today informed the employees of its cow processing plant in Nampa, Idaho, that the facility will not resume operations and is being closed permanently due to market conditions and the inability to secure enough cattle to support continued operations. The plant already was closed the past two weeks for these same reasons.

The Nampa plant most recently employed 408 people, down from 560 in May 2003 when the U.S. border was closed to live Canadian cattle after a single case of BSE (Bovine Spongiform Encephalopathy) was first discovered in Canada.

Last month, the USDA succeeded in opening the U.S. border to live Canadian cattle under 30 months of age. The Nampa plant, however, processes older animals. With access to the over 30-month cattle supply from Canada cut off — combined with a lingering drought in the Northwest that has pushed domestic cow herds toward the Midwest — the plant has been forced to gradually reduce operating hours and staffing over the past two years.

“This is a very sad day for Swift & Company and for more than 400 employees and their families in and around Nampa,” said Dennis Henley, chief operating officer of Swift & Company. “We’ve worked very hard over the past two years to sustain operations at Nampa without adequate cattle supplies, but we can’t afford to any longer.”

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Swift & Company will work with various government agencies and the United Food & Commercial Workers Union (UFCW) to help the affected employees with the transition and job placement assistance. The company also will look throughout the Swift system to determine if there are transfer opportunities within the company.

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