

TERRA INDUSTRIES INC  
Form 425  
June 19, 2009

# 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): **June 19, 2009**

## CF Industries Holdings, Inc.

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**4 Parkway North, Suite 400**  
**Deerfield, IL**  
(Address of principal  
executive offices)

**001-32597**  
(Commission  
File Number)

**20-2697511**  
(I.R.S. Employer  
Identification No.)

**60015**  
(Zip Code)

Registrant's telephone number, including area code: **(847) 405-2400**

## Edgar Filing: TERRA INDUSTRIES INC - Form 425

(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):

- 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))
-

**Item 8.01 Other Events.**

On June 19, 2009, CF Industries Holdings, Inc. ( CF ) issued a press release announcing that it has extended the expiration date of its exchange offer (the Offer ) for all of the outstanding shares of Terra Industries Inc. to Friday, July 10, 2009. The Offer, which was scheduled to expire at 5:00 p.m., Eastern time, on Friday, June 26, 2009, has been extended until 5:00 p.m., Eastern time, Friday, July 10, 2009, unless further extended. All other terms and conditions of the Offer remain unchanged.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit No. | Description of Exhibit |
|-------------|------------------------|
| 99.1        | Press Release.         |

**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.

**Date:** June 19, 2009

**CF INDUSTRIES HOLDINGS, INC.**

By:

/s/ Douglas C. Barnard

Name: Douglas C. Barnard

Title: Vice President, General Counsel, and Secretary

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b> |
|--------------------|--------------------|
| 99.1               | Press Release.     |

4

---