

TERRA INDUSTRIES INC  
Form 425  
April 24, 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): **April 24, 2009**

**CF Industries Holdings, Inc.**

(Exact name of Registrant as specified in its charter)

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

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

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

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

**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 April 24, 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, June 12, 2009. The Offer, which was scheduled to expire at 5:00 p.m., Eastern time, on Friday, May 15, 2009, has been extended until 5:00 p.m., Eastern time, Friday, June 12, 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:** April 24, 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

---