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CONAGRA FOODS INC /DE/  
Form 8-K  
December 04, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

December 4, 2003  
Date of Report (Date of earliest event reported)

ConAgra Foods, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

1-7275  
(Commission  
File Number)

47-0248710  
(IRS Employer  
Identification No.)

One ConAgra Drive, Omaha, Nebraska  
(Address of principal executive offices)

68102-5001  
(Zip Code)

Registrant's telephone number, including area code  
(402) 595-4000

Item 5. Other Events.

On December 4, 2003, ConAgra Foods, Inc. issued a press release announcing a stock repurchase program for up to \$1 billion of the company's common stock. The press release is attached as exhibit 99.1 and a related Q&A, posted on ConAgra Foods' website, is attached as exhibit 99.2. The press release and Q&A are incorporated by reference.

Item 7(c). Exhibits.

- 99.1 Press release dated December 4, 2003
- 99.2 Questions and Answers

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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.

CONAGRA FOODS, INC.

Date: December 4, 2003

By: /s/ J.P. O'Donnell

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Name: J.P. O'Donnell  
Title: Executive Vice President,  
Chief Financial Officer and  
Corporate Secretary

EXHIBIT INDEX

Exhibit	Description
99.1	Press release dated December 4, 2003.....
99.2	Questions and Answers.....