

SECURITIES AND EXCHANGE COMMISSION

FORM S-1

General form of registration statement for all companies including face-amount certificate companies

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FILER

FARMLAND INDUSTRIES INC

CIK: **34616** | IRS No.: **440209330** | State of Incorporation: **KS** | Fiscal Year End: **0831**
Type: **S-1** | Act: **33** | File No.: **033-51319** | Film No.: **00000000**
SIC: **2011** Meat packing plants

Business Address
3315 N OAK TRAFFICWAY
KANSAS CITY MO 64116
8164596000

Instruments Defining the Rights of
Owners of the Debt Securities Being
Registered:

- 4.A(1) Trust Indenture dated November 20, 1981, as amended January 4, 1982, including specimen of Demand Loan Certificates. (Incorporated by Reference - Form S-1, No.2-75071, effective January 7, 1982)
- 4.A(2) Trust Indenture dated November 8, 1984, as amended January 3, 1985, including specimen of 20-year Subordinated Capital Investment Certificates. (Incorporated by Reference - Form S-1, No. 2-94400, effective December 31, 1984)
- 4.A(2)(1) Amendment Number 2, dated December 3, 1991, to Trust Indenture dated November 8, 1984 as amended January 3, 1985 covering Farmland Industries, Inc.'s 20-Year Subordinated Capital Investment Certificates. (Incorporated by Reference - Form SE, dated December 3-2, 1991)
- 4.A(3) Trust Indenture dated November 8, 1984, as amended January 3, 1985, including specimen of 10-year Subordinated Capital Investment Certificates. (Incorporated by Reference - Form S-1, No. 2-94400, effective December 31, 1984)
- 4.A(3)(1) Amendment Number 2, dated December 3, 1991, to Trust Indenture dated November 8, 1984 as amended January 3, 1985 covering Farmland

Industries, Inc.'s
10-Year Subordinated
Capital Investment
Certificates.
(Incorporated by
Reference - Form SE,
dated December 3-3,
1991)

4.A(4) Trust Indenture dated November 8,
1984, as amended January 3, 1985,
including specimen of 5-year
Subordinated Capital Investment
Certificates. (Incorporated by
Reference - Form S-1, No. 2-94400,
effective December 31, 1984)

4.A(4) (1) Amendment Number 2,
dated December 3, 1991,
to Trust Indenture dated
November 8, 1984 as
amended January 3, 1985.
covering Farmland
Industries, Inc.'s
5-Year Subordinated
Capital Investment
Certificates.
(Incorporated by
Reference - Form SE,
dated December 3-4,
1991)

4.A(5) Trust Indenture dated November 8,
1984, as amended January 3, 1985 and
November 20, 1985, including
specimen of 10-year Subordinated
Monthly Income Capital Investment
Certificates. (Incorporated by
Reference - Form S-1, No. 2-94400,
effective December 31, 1984)

4.A(6) Trust Indenture dated November 11,
1985 including specimen of the
5-year Subordinated Monthly Income
Capital Investment Certificates.
(Incorporated by Reference - Form
S-1, No. 33-1970, effective December
31, 1985)

Instruments Defining Rights of Owners

of Indebtedness not Registered:

- 4.B(1) National Bank for Cooperatives Master Loan Agreement for Farmland Industries, Inc., dated April 23, 1993. (Incorporated by Reference - Form 10-Q, filed July 14, 1993)
- 4.B(2) List identifying contents of all omitted schedules referenced in and not filed with, the National Bank for Cooperatives Master Loan Agreement for Farmland Industries, Inc. (Incorporated by Reference - Form 10-Q, filed July 14, 1993)
5. Opinion of Counsel as to Legality of Registered Securities.

Material Contracts:

Lease Contracts:

- 10.A(1) The First National Bank of Chicago, not individually but solely as Trustee for FNBC Leasing Corporation, the First Chicago Leasing Corporation, The Boatmen's National Bank of St. Louis, Firstier Bank, N.A., and Norwest Bank Minnesota, National Association and Farmland Industries, Inc. consummated a leveraged lease in the amount of \$73,153,000 dated September 6, 1991. (Incorporated by Reference - Form SE, dated December 3-1, 1991.)
- 10.A(2) Iowa-Des Moines National Bank as Trustee for Citicorp Lescaman as Owner-Participant and Farmland Industries, Inc. consummated a leveraged lease in the amount of \$18,774,476 dated June 15, 1975. (Incorporated by Reference - Form S-1, No.2-57765, effective January 10, 1977)
- 10.A(3) The First National Bank of Commerce as Trustee for General Electric

Credit Corporation as Beneficiary and Farmland Industries, Inc. consummated a leveraged lease in the amount of \$51,909,257.90 dated March 17, 1977. (Incorporated by Reference - Form S-1, No.2-60372, effective December 22, 1977)

Management Remunerative Plans:

- 10.(iii)(A)(1) Annual Employee Variable Compensation Plan (September 1, 1993 - August 31, 1994) (Incorporated by reference - Form 10-K, filed November 29, 1993).
- 10.(iii)(A)(2) Farmland Industries, Inc. Management Long-Term Incentive Plan (Effective September 1993) (Incorporated by reference - Form 10-K, filed November 29, 1993).
12. Statement of Computation of the Ratio of Earnings to Fixed Charges (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)
22. Subsidiaries of the Registrant (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)

Consents of Experts and Counsel

- 23.A Independent Auditors' Consent and Report on Schedules (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)
- 23.B Consent of Legal Counsel (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)
- 23.C Consent of Special Tax Counsel (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)
- 23.D Consent of Qualified Independent Underwriter (Incorporated by Reference - Form S-1, No. 33-51319,

effective December 29, 1993)

24 Power of Attorney (Incorporated by Reference - Form 10-K, filed November 29, 1993)

25.A Statement of Eligibility and Qualification of United Missouri Bank, National Association as Trustee, Form T-1 (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)

CE *25.A(1) Exhibit No. 7 - A copy of the latest report of condition of the trustee (United Missouri Bank, National Association) published pursuant to law or the requirements of the supervising examining authority. (Incorporated by Reference - Form SE, filed December 7, 1993)

25.B Statement of Eligibility and Qualification of Commerce Bank of Kansas City, National Association as Trustee, Form T-1 (Incorporated by Reference - Form S-1, No. 33-51319, effective December 29, 1993)

CE *25.B(1) Exhibit No. 7 - A copy of the latest report of condition of the trustee (Commerce Bank of Kansas City, National Association) published pursuant to law or the requirements of the supervising examining authority. (Incorporated by Reference - Form SE, filed December 7, 1993)

This form is for use by National Banks only. It should be used for publication purposes only, and should not be returned to the FDIC.

Comptroller of the Currency
Administrator of National Banks

R E P O R T O F C O N D I T I O N

Consolidating domestic subsidiaries of the

UNITED MISSOURI BANK, N.A.

Name of Bank

of KANSAS CITY

City

in the state of Missouri, at the close of business on December 31, 1993, published in response to call made by Comptroller of the Currency, under title 12, United States Code, Section 161. Charter Number 13936 Comptroller of the Currency Midwestern District

Statement of Resources and Liabilities

ASSETS

Thousands of dollars

Cash and balances due from depository institutions:

Noninterest-bearing balances and currency and coin	503,850
Interest-bearing balances	0
Securities	1,176,018
Federal funds sold	207,057
Securities purchased under agreements to resell	0
Loans and lease financing receivables:	

Loans and leases, net of unearned income	1,041,120
LESS: Allowance for loan	

and lease losses	12,013
LESS: Allocated transfer risk reserve	0
Loans and leases, net of unearned income, allowance, and reserve	1,029,107
Assets held in trading accounts	83,449
Premises and fixed assets (including capitalized leases)	74,050
Other real estate owned	5,396
Investments in unconsolidated subsidiaries and associated companies	0
Customers' liability to this bank on acceptances outstanding	5,101
Intangible assets	2,857
Other assets	52,496
Total asset	3,139,381

FDIC 8040/54B (3-90)

CONTINUED ON NEXT PAGE

LIABILITIES

Deposits:

In domestic offices	2,628,918
Noninterest-bearing	1,058,876
Interest-bearing	1,570,042
Federal funds purchased	210,616
Securities sold under agreements to repurchase	0
Demand notes issued to the U.S. Treasury	0
Other borrowed money	0
Mortgage indebtedness and obligations under capitalized leases	0
Bank's liability on acceptances executed and outstanding	5,101
Subordinated notes and debentures	0
Other liabilities	55,596
Total liabilities	2,900,231
Limited-life preferred stock and related surplus	0

EQUITY CAPITAL

Perpetual preferred stock and related surplus	0
Common stock	16,500
Surplus	22,742
Undivided profits and capital reserves	191,866
LESS: Net unrealized loss on marketable equity securities	(8,042)
Total equity capital	239,150
Total liabilities, limited-life preferred stock, and equity capital	3,139,381

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions and is true and correct.

Directors

J. LYLE WELLS
J. Lyle Wells

R.C. KEMPER
R.C. Kemper

MALCOLM ASLIN
Malcolm Aslin

I, WILLIAM M. TEIWES
William M. Teiwes
Name

Executive Vice President
Title

of the above-named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

FDIC 8040/54B (Page 2)

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Signature

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Comptroller of the Currency
Administrator of National Banks

R E P O R T O F C O N D I T I O N

Consolidating domestic and foreign subsidiaries of
the

COMMERCE BANK OF KANSAS CITY, N.A. of KANSAS CITY
Name of Bank City

in the state of Missouri at the close of business on
December 31, 1993, published in response to call made by
Comptroller of the Currency, under title 12, United States Code,
Section 161.

Charter Number 15985 Comptroller of the Currency Midwestern
District

STATEMENT OF RESOURCES AND LIABILITIES

ASSETS	Thousands of dollars
Cash and balances due from depository institutions:	
Noninterest-bearing balances	
and currency and coin	362,670
Interest-bearing balances	0
Securities	669,264
Federal funds sold and securities purchased under agreements to resell in domestic offices . . //////////////// of the bank and of its Edge and Agreement subsidiaries, and in IBFs: ////////////////	
Federal funds sold	257,497
Securities purchased under agreements to resell	0
Loans and lease financing receivables:	
Loans and leases, net	

of unearned income	1,079,965
LESS: Allowance for loan and lease losses24,193
LESS: Allocated transfer risk reserve.	0
Loans and leases, net of unearned income, allowance, and reserve	1,055,772
Assets held in trading accounts	4,907
Premises and fixed assets (including capitalized leases)72,426
Other real estate owned	7,399
Investments in unconsolidated subsidiaries and associated companies.	0
Customers' liability to this bank on acceptances outstanding.14,219
Intangible assets	0
Other assets.42,187
 TOTAL ASSETS.	 2,486,341

FDIC 8040/54 (3-90)

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LIABILITIES

Deposits:

In domestic offices1,960,730
Noninterest-bearing.	687,269
Interest-bearing.	1,273,461
In foreign offices, Edge and Agreement subsidiaries, and IBFs	0
 Noninterest-bearing	 0
Interest-bearing.	0

Federal funds purchased and securities sold under agreements to repurchase in domestic offices of the bank and of its Edge and Agreement subsidiaries, and in IBFs:	
Federal funds purchased.	331,699
Securities sold under agreements to repurchase.	0
Demand notes issued to the U.S. Treasury.	0
Other borrowed money.	2,502
Mortgage indebtedness and	

obligations under capitalized leases 0
 Bank's liability on acceptances
 executed and outstanding 14,219
 Subordinated notes and debentures 0
 Other liabilities 8,794
 Total liabilities 2,317,944
 Limited-life preferred stock
 and related surplus. 0

EQUITY CAPITAL

Perpetual preferred stock
 and related surplus. \$0
 Common stock. 18,000
 Surplus 47,215
 Undivided profits and capital
 reserves 103,182
 LESS: Net unrealized loss
 on marketable equity securities. 0
 Cumulative foreign currency
 translation adjustments. 0
 Total equity capital. 168,397
 Total liabilities,
 limited-life preferred stock,
 and equity capital 2,486,341

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions and is true and correct.

/s/JOHN O. BROWN
 John O. Brown

/s/JONATHAN M. KEMPER
 Jonathan M. Kemper

/s/WARREN W. WEAVER
 Warren W. Weaver

Directors

FDIC 8040/54 (Page 2)

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I, JEFFERY D. ABERDEEN
 Jeffery D. Aberdeen
 Name

CONTROLLER

Title

of the above-named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

/s/JEFFERY D. ABERDEEN

Jeffery D. Aberdeen

Signature

Feb. 22, 1994

Date