

DARLING INTERNATIONAL INC  
Form 8-K  
May 19, 2010

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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) May 18, 2010

DARLING INTERNATIONAL INC.  
(Exact Name of Registrant as Specified in Charter)

|  |                             |  |
|--|-----------------------------|--|
| Delaware   | 001-13323                   | 36-2495346                                 |
| (State or Other<br>Jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (IRS<br>Employer<br>Identification<br>No.) |

|  |            |
|--|------------|
| 251 O'CONNOR RIDGE BLVD., SUITE 300, IRVING, TEXAS | 75038      |
| (Address of Principal Executive Offices)           | (Zip Code) |

Registrant's telephone number, including area code: (972) 717-0300

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))

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Item Regulation FD Disclosure.

7.01

On May 19, 2010, Darling International Inc. (the “Company”) will deliver an investor presentation that includes the material attached to this Current Report on Form 8-K (this “Current Report”) as Exhibit 99.1. The information contained in this Current Report, including Exhibit 99.1, is being furnished pursuant to Item 7.01, and the information contained therein shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities under that Section. Furthermore, the information contained in Exhibit 99.1 shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933.

This Current Report, including Exhibit 99.1, includes “forward-looking” statements regarding the business operations of the Company and the industry in which it operates. These statements are identified by words such as “may,” “will,” “begin,” “look forward,” “expect,” “believe,” “intend,” “anticipate,” “should,” “could,” “estimate,” “continue,” “momentum” and other words referring to events to occur in the future. These statements reflect the Company’s current view of future events and are based on its assessment of, and are subject to, a variety of risks and uncertainties beyond its control, including the continuing turmoil existing in world financial, credit, commodities and stock markets, a decline in consumer confidence and discretionary spending, the general performance of the U.S. economy, global demands for bio-fuels and grain and oilseed commodities, which have exhibited volatility, and the Company’s ability to bring its planned joint venture to construct a renewable diesel plant to fruition, each of which could cause actual results to differ materially from those projected in such forward-looking statements. Other risks and uncertainties regarding the Company, its business and the industry in which it operates are referenced from time to time in the Company’s filings with the Securities and Exchange Commission. The Company is under no obligation to (and expressly disclaims any such obligation to) update or alter its forward-looking statements whether as a result of new information, future events or otherwise.

Item Financial Statements and Exhibits.

9.01

(d) Exhibits

99.1 Investor presentation material (furnished pursuant to Item 7.01).



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.

DARLING INTERNATIONAL INC.

Date: May 18, 2010      By: /s/ John F. Sterling

John F. Sterling  
Executive Vice President,  
General Counsel

EXHIBIT LIST

99.1 Investor presentation material (furnished pursuant to Item 7.01).

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