

**UNITED STATES  
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**

**Date of Report (Date of earliest event reported): July 30, 2004**

**MISSISSIPPI CHEMICAL CORPORATION**  
(Exact name of Registrant as specified in its charter)

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

**001-12217**  
(Commission File Number)

**64-0292638**  
(I.R.S. Employer  
Identification Number)

**3622 Highway 49 East**  
**Yazoo City, Mississippi**  
(Address of principal  
executive offices)

**39194**  
(Zip code)

Registrant's telephone number, including area code: **(662) 746-4131**

**Not Applicable**  
(Former name or former address, if changed since last report)



## EXHIBIT INDEX

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
10.1	First Amendment to Term Loan, Revolving Credit, Guarantee and Security Agreement, dated as of July 30, 2004, among Mississippi Chemical Corporation as Borrower, the Subsidiaries of Mississippi Chemical Corporation named therein as Guarantors, the Lenders party thereto, Citicorp North America, Inc. as Administrative Agent, and Citigroup Global Markets Inc. and Perry Principals Investments, LLC, as Joint Lead Arrangers.