

EVERGREEN UTILITIES & HIGH INCOME FUND

Form N-Q

January 29, 2007

OMB APPROVAL

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT
INVESTMENT COMPANY

Investment Company Act file number 811-21507

Evergreen Utilities and High Income Fund

(Exact name of registrant as specified in charter)

200 Berkeley Street
Boston, Massachusetts 02116
(Address of principal executive offices) (Zip code)

Michael H. Koonce, Esq.
200 Berkeley Street
Boston, Massachusetts 02116

(Name and address of agent for service)

Registrant's telephone number, including area code: (617) 210-3200

Date of fiscal year end: Registrant is making a quarterly filing for one of its series, Evergreen Utilities and High Income Fund, for the quarter ended November 30, 2006. This one series has an August 31 fiscal year end.

Date of reporting period: November 30, 2006

**EVERGREEN UTILITIES AND HIGH INCOME FUND
SCHEDULE OF INVESTMENTS**

November 30, 2006 (unaudited)

**Principal
Amount**

Value

CORPORATE BONDS	42.2%		
CONSUMER DISCRETIONARY	9.1%		
Auto Components	0.7%		
American Axle & Manufacturing Holdings, Inc., 5.25%, 02/11/2014	\$ 500,000	\$	425,000
Lear Corp., 8.75%, 12/01/2016 144A	1,000,000		990,000
			1,415,000
Diversified Consumer Services	0.5%		
Service Corporation International, 7.00%, 06/15/2017	1,000,000		1,000,000
Hotels, Restaurants & Leisure	1.5%		
Caesars Entertainment, Inc., 8.125%, 05/15/2011	1,000,000		1,038,750
Festival Fun Parks, LLC, 10.875%, 04/15/2014	475,000		473,813
Seneca Gaming Corp., 7.25%, 05/01/2012	1,000,000		1,005,000
Town Sports International, Inc., 9.625%, 04/15/2011	642,000		680,520
			3,198,083
Media	3.0%		
CSC Holdings, Inc., 7.625%, 04/01/2011	1,000,000		1,023,750
Lamar Media Corp., 6.625%, 08/15/2015	1,000,000		976,250
LIN TV Corp., 6.50%, 05/15/2013	835,000		797,425
Mediacom Broadband, LLC, 8.50%, 10/15/2015 144A	500,000		503,125
Mediacom Communications Corp., 9.50%, 01/15/2013	1,000,000		1,032,500
MediaNews Group, Inc., 6.375%, 04/01/2014	1,000,000		875,000
R.H. Donnelley Corp., 10.875%, 12/15/2012	1,000,000		1,095,000
			6,303,050
Multi-line Retail	0.6%		
J.C. Penney Co., Inc., 7.375%, 08/15/2008	1,000,000		1,031,077
Neiman Marcus Group, Inc., 9.00%, 10/15/2015	100,000		108,875
			1,139,952
Specialty Retail	1.4%		
Central Garden & Pet Co., 9.125%, 02/01/2013	1,500,000		1,567,500
Payless ShoeSource, Inc., 8.25%, 08/01/2013	300,000		311,250
United Auto Group, Inc., 9.625%, 03/15/2012	1,000,000		1,058,750
			2,937,500
Textiles, Apparel & Luxury Goods	1.4%		
Levi Strauss & Co., 9.75%, 01/15/2015	800,000		859,000
Oxford Industries, Inc., 8.875%, 06/01/2011	1,000,000		1,030,000
Warnaco Group, Inc., 8.875%, 06/15/2013	1,000,000		1,067,500
			2,956,500
CONSUMER STAPLES	2.8%		
Food & Staples Retailing	1.4%		
Ingles Markets, Inc., 8.875%, 12/01/2011	1,000,000		1,047,500
Rite Aid Corp., 8.125%, 05/01/2010	1,000,000		1,047,500
SUPERVALU, Inc., 7.50%, 11/15/2014	750,000		773,509
			2,868,509
Food Products	1.4%		
B&G Foods Holdings Corp., 8.00%, 10/01/2011	1,000,000		1,015,000
Dean Foods Co., 8.15%, 08/01/2007	500,000		510,000
Del Monte Foods Co., 6.75%, 02/15/2015	1,500,000		1,485,000
			3,010,000
ENERGY	5.3%		
Energy Equipment & Services	0.5%		

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Hornbeck Offshore Services, Inc., Ser. B, 6.125%, 12/01/2014	150,000	141,750
Parker Drilling Co., 9.625%, 10/01/2013	815,000	896,500
		1,038,250

EVERGREEN UTILITIES AND HIGH INCOME FUND
SCHEDULE OF INVESTMENTS continued

November 30, 2006 (unaudited)

	Principal Amount	Value
CORPORATE BONDS continued		
ENERGY continued		
Oil, Gas & Consumable Fuels 4.8%		
Chesapeake Energy Corp., 6.875%, 01/15/2016	\$ 1,000,000	\$ 1,006,250
El Paso Production Holding Co., 7.75%, 06/01/2013	1,000,000	1,041,250
Exco Resources, Inc., 7.25%, 01/15/2011	1,500,000	1,492,500
Ferrellgas Partners, LP, 6.75%, 05/01/2014	1,000,000	982,500
Forest Oil Corp., 7.75%, 05/01/2014	1,000,000	1,015,000
Frontier Oil Corp., 6.625%, 10/01/2011	125,000	124,688
Peabody Energy Corp., 6.875%, 03/15/2013	1,000,000	1,017,500
Sabine Pass LNG, LP, 7.25%, 11/30/2013 144A	750,000	750,938
Targa Resources, Inc., 8.50%, 11/01/2013 144A	1,000,000	1,015,000
Tesoro Corp., Ser. B, 6.625%, 11/01/2015	500,000	497,500
Williams Cos., 7.125%, 09/01/2011	1,000,000	1,040,000
		9,983,126
FINANCIALS 3.9%		
Consumer Finance 1.2%		
Ford Motor Credit Co., 5.70%, 01/15/2010	745,000	709,903
General Motors Acceptance Corp., 5.625%, 05/15/2009	1,000,000	994,277
Qwest Capital Funding, Inc., 6.50%, 11/15/2018	1,000,000	920,000
		2,624,180
Insurance 0.8%		
Crum & Forster Holdings Corp., 10.375%, 06/15/2013	1,500,000	1,616,250
Real Estate Investment Trusts 1.6%		
Omega Healthcare Investors, Inc.:		
7.00%, 04/01/2014	1,000,000	1,007,500
7.00%, 01/15/2016	250,000	250,313
Thornburg Mortgage, Inc., 8.00%, 05/15/2013	1,000,000	995,000
Ventas, Inc., 7.125%, 06/01/2015	1,000,000	1,045,000
		3,297,813
Real Estate Management & Development 0.3%		
CB Richard Ellis Group, Inc., 9.75%, 05/15/2010	650,000	692,673
HEALTH CARE 1.2%		
Health Care Providers & Services 1.0%		
HCA, Inc., 9.25%, 11/15/2016 144A	915,000	959,606
Triad Hospitals, Inc., 7.00%, 11/15/2013	1,000,000	1,007,500
		1,967,106
Pharmaceuticals 0.2%		
Mylan Laboratories, Inc., 6.375%, 08/15/2015	500,000	495,000
INDUSTRIALS 4.1%		
Air Freight & Logistics 0.5%		
PHI, Inc., 7.125%, 04/15/2013 144A	1,000,000	965,000
Commercial Services & Supplies 1.9%		
Adesa, Inc., 7.625%, 06/15/2012 o	1,000,000	997,500
Allied Waste Industries, Inc., 6.375%, 04/15/2011	1,000,000	995,000

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Corrections Corporation of America, 6.25%, 03/15/2013	1,050,000	1,039,500
Geo Group, Inc., 8.25%, 07/15/2013	1,000,000	1,025,000
		4,057,000
Machinery 1.0%		
Manitowoc Co., Inc., 7.125%, 11/01/2013	1,000,000	1,010,000
Terex Corp., 7.375%, 01/15/2014	1,000,000	1,020,000
		2,030,000

EVERGREEN UTILITIES AND HIGH INCOME FUND
SCHEDULE OF INVESTMENTS continued

November 30, 2006 (unaudited)

	Principal Amount	Value
CORPORATE BONDS continued		
INDUSTRIALS continued		
Road & Rail 0.6%		
Avis Budget Car Rental, LLC, 7.625%, 05/15/2014 144A	\$ 1,250,000	\$ 1,214,063
Trading Companies & Distributors 0.1%		
Ashtead Group plc, 9.00%, 08/15/2016 144A	300,000	322,500
INFORMATION TECHNOLOGY 1.9%		
IT Services 1.4%		
Iron Mountain, Inc., 8.625%, 04/01/2013	1,000,000	1,037,500
SunGard Data Systems, Inc., 4.875%, 01/15/2014	1,000,000	880,000
Unisys Corp., 8.00%, 10/15/2012	1,000,000	980,000
		2,897,500
Semiconductors & Semiconductor Equipment 0.5%		
Freescale Semiconductor, Inc., 8.875%, 12/15/2014 144A	1,000,000	1,007,500
MATERIALS 5.7%		
Chemicals 2.1%		
Equistar Chemicals, LP, 10.625%, 05/01/2011	1,000,000	1,072,500
Lyondell Chemical Co., 10.50%, 06/01/2013	1,000,000	1,105,000
Scotts Co., 6.625%, 11/15/2013	1,000,000	1,002,500
Tronox Worldwide, LLC, 9.50%, 12/01/2012	600,000	627,000
Westlake Chemical Corp., 6.625%, 01/15/2016	600,000	588,000
		4,395,000
Containers & Packaging 1.0%		
Crown Americas, Inc., 7.75%, 11/15/2015	1,000,000	1,032,500
Owens-Brockway Glass Containers, Inc., 6.75%, 12/01/2014	1,010,000	979,700
		2,012,200
Metals & Mining 1.0%		
Freeport-McMoRan Copper & Gold, Inc., 6.875%, 02/01/2014	1,000,000	1,025,000
United States Steel Corp., 10.75%, 08/01/2008	1,000,000	1,090,000
		2,115,000
Paper & Forest Products 1.6%		
Boise Cascade, LLC, 7.125%, 10/15/2014	1,250,000	1,206,250
Bowater, Inc., 6.50%, 06/15/2013	500,000	448,750
Glatfelter, 7.125%, 05/01/2016 144A	800,000	804,000
Verso Paper Holdings, LLC:		
9.125%, 08/01/2014 144A	650,000	679,250
11.375%, 08/01/2016 144A	300,000	313,500

3,451,750

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ITEM 4. CONTROLS
AND PROCEDURES

*Disclosure Controls and
Procedures*

Our disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by us in the reports we file or submit under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the Securities and Exchange Commission's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is accumulated and communicated to management, including our principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Based on an evaluation of our disclosure controls and procedures conducted by

our Chief Executive Officer and Chief Financial Officer, together with other financial officers, such officers concluded that our disclosure controls and procedures were effective as of December 1, 2012 at the reasonable assurance level.

Changes in Internal Control Over Financial Reporting

There was no change in our internal control over financial reporting that occurred during the second quarter ended December 1, 2012 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Refer to the discussion of certain legal proceedings involving the Company and/or its subsidiaries in our Annual Report on Form 10-K for the year ended June 2, 2012, under Part I, Item 3: Legal

Proceedings, and Part IV, Notes to Consolidated Condensed Financial Statements, Note 13: Contingencies, which discussions are incorporated herein by reference, as well as the following:

Chicken Litter Litigation

Cal-Maine Farms, Inc. is presently a defendant in two personal injury cases in the Circuit Court of Washington County, Arkansas. Those cases are styled, McWhorter vs. Alpharma, Inc., et al., and Carroll, et al. vs. Alpharma, Inc., et al. Cal-Maine Farms, Inc. was named as a defendant in the McWhorter case on February 3, 2004. It was named as a defendant in the Carroll case on May 2, 2005. Co-defendants in both cases include other integrated poultry companies such as Tyson Foods, Inc., Cargill, Incorporated, George's Farms, Inc., Peterson Farms, Inc., Simmons Foods, Inc., and Simmons Poultry Farms, Inc. The manufacturers of an additive for broiler feed are also included as defendants. Those defendants are Alpharma, Inc. and Alpharma Animal Health, Co.

Both cases allege that the plaintiffs have suffered medical problems resulting from living near land upon which “litter” from the defendants’ flocks was spread as fertilizer. The McWhorter case focuses on mold and fungi allegedly created by the application of litter, and seeks unspecified damages. The Carroll case also alleges injury from mold and fungi, but focuses primarily on the broiler feed ingredient as the cause of the alleged medical injuries, and seeks unspecified damages. No trial date for either the Carroll or McWhorter case has been set.

Several other separate, but related, cases were prosecuted in the same venue by the same attorneys. The same theories of liability were prosecuted in all of the cases. Neither the Company nor any of its affiliates were named as a defendant in any of those other cases. The plaintiffs selected one of those cases, Green, et al. vs. Alpharma, Inc., et al., as a bellwether case to go to trial first. All of the poultry defendants were granted summary judgment in the Green case in 2006. In 2008, however, the Arkansas Supreme Court reversed the summary judgment in favor of the

poultry defendants and remanded the case for trial. The case was retried with a complete defendants' verdict, and that verdict was upheld by the Arkansas Supreme Court.

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**State of Oklahoma
Watershed Pollution
Litigation**

On June 18, 2005, the State of Oklahoma filed suit, in the United States District Court for the Northern District of Oklahoma, against Cal-Maine Foods, Inc. and Cal-Maine Farms, Inc. as well as Tyson Foods, Inc. and affiliates, Cobb-Vantress, Inc., Cargill, Inc. and its affiliate, George's, Inc. and its affiliate, Peterson Farms, Inc. and Simmons Foods, Inc. Cal-Maine Farms, Inc. was dismissed from the case in September 2009. The State of Oklahoma claims that through the disposal of chicken litter the defendants have polluted the Illinois River Watershed. This watershed provides water to eastern Oklahoma. The complaint seeks injunctive relief and monetary damages, but the claim for monetary damages has been dismissed by the court. Cal-Maine Foods, Inc. discontinued operations in the watershed. Accordingly, we do not anticipate that Cal-Maine Foods, Inc. will be materially affected by the request for injunctive relief unless the court orders substantial

affirmative remediation. Since the litigation began, Cal-Maine Foods, Inc. purchased 100% of the membership interests of Benton County Foods, LLC, which is an ongoing commercial shell egg operation within the Illinois River Watershed. Benton County Foods, LLC is not a defendant in the litigation.

The trial in the case began in September 2009 and concluded in February 2010. The case was tried to the court without a jury and the court has not yet issued its ruling.

Egg Antitrust Litigation

Since September 25, 2008, the Company has been named as one of several defendants in numerous antitrust cases involving the United States shell egg industry. In some of these cases, the named plaintiffs allege that they purchased eggs or egg products directly from a defendant and have sued on behalf of themselves and a putative class of others who claim to be similarly situated. In other cases, the named plaintiffs allege that they purchased shell eggs and egg products directly from one or more of the defendants but sue only

for their own alleged damages and not on behalf of a putative class. In the remaining cases, the named plaintiffs are individuals or companies who allege that they purchased shell eggs and egg products indirectly from one or more of the defendants - that is, they purchased from retailers that had previously purchased from defendants or other parties – and have sued on behalf of themselves and a putative class of others who claim to be similarly situated.

The Judicial Panel on Multidistrict Litigation consolidated all of the putative class actions (as well as certain other cases in which the Company was not a named defendant) for pretrial proceedings in the United States District Court for the Eastern District of Pennsylvania. The Pennsylvania court has organized the putative class actions around two groups (direct purchasers and indirect purchasers) and has named interim lead counsel for the named plaintiffs in each group.

There are now seven non-class suits pending. Six of the non-class suits are pending in the United States District Court for the Eastern District of

Pennsylvania. The other non-class suit is pending in District Court of Wyandotte County, Kansas. The plaintiffs in two other non-class suits originally filed in the Eastern District of Pennsylvania voluntarily dismissed their suits without prejudice.

The Direct Purchaser Putative Class Action. The direct purchaser cases were consolidated into *In re: Processed Egg Products Antitrust Litigation*, No. 2:08-md-02002-GP, in the United States District Court for the Eastern District of Pennsylvania. The court granted the defendants' motion to dismiss direct purchaser class plaintiffs' claims for damages outside the four-year statute of limitations but did so without prejudice to the plaintiffs' right to seek leave to further amend their complaint if they, in good faith, believe they can address the deficiencies noted by the court. The direct purchasers are in the process of filing an amended complaint, and the Company expects to file a renewed motion to dismiss the claims in the new complaint that are barred by the four-year statute of limitations. The court has granted final approval to two

settlements. In one settlement, the settling party will not pay any money to the putative class. Instead, the settling defendant, while denying all liability and while remaining a defendant in certain non-class cases, will provide cooperation in the form of documents and witness interviews to the direct class plaintiffs' attorneys. In the other settlement, the settling defendant will pay a total of \$25 million and would provide other consideration in the form of documents, witness interviews, and declarations. This settling defendant denied all liability in its agreement with the direct purchaser class plaintiffs and stated publicly that it settled merely to avoid the cost and uncertainty of continued litigation. Discovery is ongoing in this case.

*The Indirect Purchaser
Putative Class Action.*

The indirect purchaser cases were consolidated into *In re: Processed Egg Products Antitrust Litigation*, No. 2:08-md-02002-GP, in the United States District Court for the Eastern District of Pennsylvania. The court granted the defendants' motion to dismiss claims arising outside the limitations period applicable to each cause of action. The court granted in part and denied in part the motion to dismiss claims arising under certain state antitrust and consumer fraud statutes and common-law claims for unjust enrichment. The court denied without prejudice the motion to dismiss a claim for a supposedly separate conspiracy in the egg products sector. The indirect purchasers filed another amended complaint, and the defendants filed a renewed motion to dismiss all claims barred by the applicable statute of limitations. That motion remains pending. Discovery is ongoing in this case.

The Non-Class Cases. Six of the cases in which plaintiffs do not seek to certify a class have been

consolidated with the putative class actions into *In re: Processed Egg Products Antitrust Litigation*, No. 2:08-md-02002-GP, in the United States District Court for the Eastern District of Pennsylvania. The plaintiffs in the non-class cases pending in the Eastern District of Pennsylvania filed amended complaints on February 10, 2012. All defendants filed a motion to dismiss all claims barred by the statute of limitations. That motion remains pending. Discovery is ongoing in this case.

On January 27, 2012, the Company filed its answer and affirmative defenses in the non-class case pending in Kansas state court styled as *Associated Wholesale Grocers, Inc., et al., v. United Egg Producers, et al.*, No. 10-CV-2171, and the Company joined other defendants in the Kansas case in moving to dismiss all claims for damages arising outside the three-year statute of limitations period and all claims for damages arising from purchases of eggs and egg products outside the state of Kansas. The court took under advisement the limitations motion, pending a ruling in another case that will determine whether the

limitations period in the Kansas case will be three or five years. The court reserved judgment on the motion to dismiss claims for damages arising from purchases of eggs and egg products outside the state of Kansas until discovery reveals which sales occurred within Kansas. In reserving judgment, the court stated that only sales within Kansas would be relevant to any calculation of alleged damages. Discovery is ongoing in this case.

Allegations in Each Case. In all of the cases described above, the plaintiffs allege that the Company and certain other large domestic egg producers conspired to reduce the domestic supply of eggs in a concerted effort to raise the price of eggs to artificially high levels. In each case, plaintiffs allege that all defendants agreed to reduce the domestic supply of eggs by (a) manipulating egg exports and (b) implementing industry-wide animal welfare guidelines that reduced the number of hens and eggs.

Both groups of named plaintiffs in the putative class actions seek treble damages and injunctive relief on behalf of

themselves and all other putative class members in the United States. Both groups of named plaintiffs in the putative class actions allege a class period starting on January 1, 2000 and running “through the present.” The direct purchaser putative class action case alleges two separate sub-classes – one for direct purchasers of shell eggs and one for direct purchasers of egg products. The direct purchaser putative class action case seeks relief under the Sherman Act. The indirect purchaser putative class action case seeks injunctive relief under the Sherman Act and damages under the statutes and common-law of various states and the District of Columbia.

Seven non-class cases remain pending. In five of the remaining non-class cases, the plaintiffs seek damages and injunctive relief under the Sherman Act. In one of the remaining non-class cases, the plaintiff seeks damages and injunctive relief under the Sherman Act and the Ohio antitrust act (known as the Valentine Act). In the other remaining non-class case, the plaintiffs seek damages and injunctive relief under the Kansas Restraint of Trade Act.

The Pennsylvania court has entered a series of orders related to case management, discovery, class certification, and scheduling. The Pennsylvania court has not set a trial date for any of the consolidated cases. The Kansas state court has entered a schedule for discovery and dispositive motions. The Kansas state court case is set for trial starting February 3, 2014.

The Company intends to continue to defend these cases as vigorously as possible based on defenses which the Company believes are meritorious and provable.

**Florida Civil
Investigative Demand**

On November 4, 2008, the Company received an antitrust civil investigative demand from the Attorney General of the State of Florida. The demand seeks production of documents and responses to interrogatories relating to the production and sale of eggs and egg products. The Company is cooperating with this investigation and has entered into a tolling agreement with the State of Florida to extend any applicable statute of limitations for one year. No allegations of wrongdoing have been made against the Company in this matter.

**Environmental
Information Request**

In July 2011, the Company received an information request (“Request”) from the United States Environmental Protection Agency (“EPA”) pursuant to Section 308 of the Clean Water Act (“Act”). The Request stated that the information was sought by the EPA to investigate compliance with the Act

and requested information pertaining to facilities involved in animal feeding operations, which are owned or operated by the Company or its affiliates. On October 19, 2011, the Company timely responded to the Request by providing information on each of the subject facilities. The EPA subsequently sent a notice of noncompliance (“Notice”) dated March 29, 2012 to the Company which involved allegations of potential non-compliance with the Request and/or the Act. The Notice related to the Company’s Edwards, Mississippi facility only. The Company timely responded to the Notice on May 2, 2012. The EPA and the Mississippi Department of Environmental Quality (“MDEQ”) recently provided certain preliminary findings to the Company alleging potential violations of the Act and/or the Mississippi Air and Water Pollution Control Law concerning unpermitted discharges of pollutants to water of the United States and/or Mississippi and violations of certain conditions established under the Company’s National Pollution Discharge Elimination System (NPDES) permit for the Edwards, Mississippi facility. The EPA and MDEQ have proposed a tolling agreement for the period commencing

December 15, 2012 and ending April 30, 2013, which would not be included in computing the running of any statute of limitations potentially applicable to any action brought by the United States and/or Mississippi, to facilitate settlement negotiations regarding the alleged violations. The Company has cooperated with the EPA and MDEQ in their investigation and is investigating the allegations of non-compliance and preparing a response.

Miscellaneous

In addition to the above, the Company is involved in various other claims and litigation incidental to its business. Although the outcome of these matters cannot be determined with certainty, management, upon the advice of counsel, is of the opinion that the final outcome should not have a material effect on the Company's consolidated results of operations or financial position.

ITEM 1A. RISK FACTORS

There have been no material changes in the risk factors previously disclosed in the Company's Annual Report on Form 10-K for the fiscal year ended June 2, 2012.

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ITEM 6. EXHIBITS

a. Exhibits

No.	Description
3.1	Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.1 in the Company's Form S-1 Registration Statement No. 333-14809, filed October 25, 1996) Amendment to Article 4 of the Certificate of Incorporation (incorporated by reference to Exhibit 3.1(a) in the Company's Form 10-K for fiscal year ended May 29, 2004, filed August 18, 2004)
3.1(a)	By-Laws, as amended (incorporated by reference to Exhibit 3.2 in the Company's Form 8-K, filed August

	17, 2007) Amendment of Bylaws of the Company, approved by the Board of Directors July 27, 2012
3.2(a)	(incorporated by reference to Exhibit 3.1 in the Registrant's Form 8-K, filed July 30, 2012) Rule 13a-14(a)
31.1*	Certification of the Chief Executive Officer Rule 13a-14(a)
31.2*	Certification of the Chief Financial Officer Section 1350
32**	Certification of the Chief Executive Officer and the Chief Financial Officer
99.1	Press release dated December 31, 2012 announcing interim period financial information (incorporated by reference to Exhibit 99.1 in the Company's Form 8-K, filed on

	December 31, 2012)
	XBRL
101.INS**+	Instance Document Exhibit XBRL Taxonomy
101.SCH**+	Extension Schema Document Exhibit XBRL Taxonomy
101.CAL**+	Extension Calculation Linkbase Document Exhibit XBRL Taxonomy
101.LAB**+	Extension Label Linkbase Document Exhibit XBRL Taxonomy
101.PRE**+	Extension Presentation Linkbase Document

* Filed herewith as an Exhibit.

** Furnished herewith as an Exhibit.

+ Submitted electronically with this Quarterly Report.

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, thereunto duly authorized.

CAL-MAINE
FOODS, INC.
(Registrant)

Date: Timothy A.
January /s/ Dawson
8, 2013

Timothy A.
Dawson
Vice
President,
Chief
Financial
Officer
(Principal
Financial
Officer)

Date: Charles F.
January /s/ Collins
8, 2013

Charles F.
Collins
Vice
President,
Controller
(Principal
Accounting
Officer)