



Fred Adams, Jr.
Chief Executive Officer

May 19, 2008

Ms. Nancy M. Morris, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

RECEIVED

MAY 20 2008

OFFICE OF THE SEC

Re: File Number S7-08-08

Dear Ms. Morris:

Cal-Maine Foods, Inc. (NASDAQ: "CALM") is the largest producer and marketer of fresh shell eggs in the United States. We are a public company traded on the NASDAQ Global Market System. Insofar as we can determine we are the only publicly traded company in the United States whose primary business is the production and sale of fresh shell eggs. During our last fiscal year ended June 2, 2007 we had total sales of \$598,000,000. As of May 15, 2008, our market cap was approximately \$800,000,000.

As of April 30, 2008, the last date for which information is available, NASDAQ reported short interest totaling 13,217,092 shares, a figure which is 111% of our public float of approximately 11,900,000 shares. In addition, in accordance with Rule 203(c)(6) of Regulation SHO, our Common Stock has been listed by NASDAQ as a "threshold security" since January 29, 2008 a total of 77 consecutive trading days.

The short position in our Common Stock has dramatically increased by a multiple of 6 times its level as of the end of September 2007, and for at least since February 29, 2008, the short position in our Common Stock has exceeded our public float. It seems readily apparent that this level of short interest is not sustainable without repeated willful flaunting of existing regulations, or without a conclusion that existing exceptions to these rules render them meaningless for all practical purposes. Therefore, Cal-Maine is particularly interested in and affected by this proposed rulemaking.

For some time we have been receiving requests from among our shareholders to address what they perceive as suspect activity concerning short sales of our Common Stock. They are understandably perplexed as to why, since we are operating at historically high levels of profitability, the short position in our stock keeps going up.

Currently, there is no practical way for an issuer to determine any specific details concerning short positions in its shares, such as how concentrated the position is, evidence indicative of violations of Regulation SHO or other information which would allow an issuer to intelligently respond to unusual levels of short interest.

We believe the proposed Rule 240.10b-21 should be expanded to provide issuers appropriate, timely and accurate information as well as enforcement mechanisms allowing them to take timely and appropriate steps to protect their reputation and standing against abusive short selling activity.

CAL-MAINE FOODS, INC. POST OFFICE BOX 2960•JACKSON, MISSISSIPPI 39207

PHONE 601-948-6813

FAX 601-969-0905

Ms. Nancy M. Morris
Securities and Exchange Commission
May 19, 2008
Page Two

We propose that Rule 240.10b-21 be expanded to do the following:

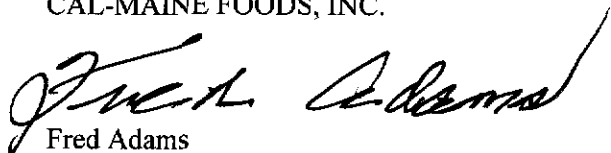
- Establish a sub-category of existing “threshold securities” to consist of securities with a shorted position deemed to be “abnormally” high. For convenience securities in this sub-category will be referred to as an “elevated threshold security”. We suggest that a security be classified as an “elevated threshold security” when it reaches a level of twice the current threshold security standard.
- Once a security is categorized as an “elevated threshold security,” no short sale of that security would be permitted unless the initiating broker has conclusive evidence of its customers’ ability to deliver securities sold short within eight (8) days of the trade date.
- Any person effecting a short sale of an “elevated threshold security” would be required to report such trade to the SEC within three (3) business days of effecting the trade;
- Any issuer whose securities are deemed an “elevated threshold security” would be permitted to obtain from the SEC all details from the required reports;
- If an issuer is able to establish that a short sale in an elevated threshold security was initiated without the broker having conclusive evidence of the seller’s ability to deliver the shares necessary to cover the sale, the rule should permit such issuer to bring a private cause of action for (a) injunctive relief prohibiting any further such short sales in the “elevated threshold security” by the violating broker and/or ultimate short seller, (b) to the extent proven, damages from such broker and/or ultimate short seller, and (c) disgorgement of any profits realized by the ultimate short seller from any transactions effected in violation of these rules.

In addition, Cal-Maine supports either elimination of, or significant narrowing of existing exemptions to the short sales rules.

We would welcome the opportunity to discuss this further with appropriate representatives of the Commission.

Sincerely,

CAL-MAINE FOODS, INC.



Fred Adams
Chairman and Chief Executive Officer

FA:dlm