

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of Del Monte Foods Company to Withdraw its Common Stock, \$.01 par value, from Listing and Registration on the Pacific Exchange, Inc. File No. 1-14335

November 23, 2005

On September 28, 2005, Del Monte Foods Company, a Delaware corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$.01 par value ("Security"), from listing and registration on the Pacific Exchange, Inc. ("PCX"). Notice of such application requesting comments was published in the Federal Register on November 4, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

The Board of Directors ("Board") of the Issuer approved resolutions on June 30, 2005 to withdraw the Security from the PCX. The Issuer stated that the Board determined to withdraw the Security from PCX to reduce the cost and compliance efforts of maintaining the listing because: (i) approximately 99% of the trading volume in the Security is effected on the New York Stock Exchange, Inc. ("NYSE") and only 1% is effected on PCX; and (ii) maintaining the listing on PCX involves cost and compliance efforts that are not warranted in light of the trading volume of the Security on PCX.

The Issuer stated in its application that it has complied with the applicable rules of PCX by providing PCX with the required documents governing the withdrawal of securities from

¹ 15 U.S.C. 781(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52706 (October 31, 2005), 70 FR 67203.

listing and registration on PCX. The Issuer's application relates solely to the withdrawal of the Security from listing on PCX and shall not affect its continued listing on NYSE or its obligation to be registered under Section 12(b) of the Act.⁴

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on November 25, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁵

Jonathan G. Katz
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 17 CFR 200.30-3(a)(1).