Edgar Filing: SMITHFIELD FOODS INC - Form 4

SMITHFIELD F Form 4 August 31, 2007	OODS INC									
Check this box if no longer subject to Section 16. Form 4 or		UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							PPROVAL 3235-0287 January 31, 2005 average urs per	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	response	. 0.5								
1. Name and Address of Reporting Person <u>*</u> ROYAL FRANK S			2. Issuer Name and Ticker or Trading Symbol SMITHFIELD FOODS INC [SFD]				5. Relationship of Reporting Person(s) to Issuer			
(Last)(First)(Middle)C/O 200 COMMERCE STREET			3. Date of Earliest Transaction (Month/Day/Year) 08/29/2007				(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Director below) Other (specify below)			
SMITHFIELD, Y	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date hth/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Report or	n a separate line	e for each cla	ass of sect	urities benef	Perso inforn requir	ns who res nation cont ed to response a current	or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying	Derivat
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Securit
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		(Instr. 3 and 4)	(Instr.

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	Derivative Security				(A) or Dispose (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(1)	08/29/2007	А		1,500		(2)	(2)	common stock	1,500	\$ (

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ROYAL FRANK S C/O 200 COMMERCE STREET SMITHFIELD, VA 23430	Х						
Signatures							
/s/Michael H. Cole, as Attorney-in-Fact		08/31/2007	7				

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1 for 1

The phantom stock becomes payable in shares of Company common stock upon termination of service as a director either in a lump sum or in annual installments over a period of at least two years and not more than ten years as per the director's deferral election.

(2) Of in annual instantients over a period of at least two years and not more than ten years as per the director's deternal election.
 Notwithstanding the foregoing, after termination of service, the phantom stock may, at the election of the director, be converted into one or more "deemed investments" approved by the Company's Nominating and Governance Committee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.