SMITHFIELD FOODS INC

Form 4

January 16, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * FRIBOURG PAUL J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

SMITHFIELD FOODS INC [SFD]

(Check all applicable)

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

01/14/2008

_X__ Director Officer (give title below)

10% Owner Other (specify

C/O 200 COMMERCE STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SMITHFIELD, VA 23430

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit or(A) or Dia (Instr. 3, 4	sposed 4 and 3 (A) or	l of (D) 5)	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 Beneficial Ownership (Instr. 4)
Common Stock	01/14/2008		Code V P(2)	Amount 900	(D)	Price \$ 26.18	9,568,585	I (1)	see footnote #1
Common Stock	01/14/2008		P(2)	2,600	A	\$ 26.22	9,571,185	I (1)	see footnote #1
Common Stock	01/14/2008		P(2)	2,400	A	\$ 26.23	9,573,585	I (1)	see footnote #1
Common Stock	01/14/2008		P(2)	800	A	\$ 26.25	9,574,385	I (1)	see footnote #1

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Common Stock	01/14/2008	P(2)	2,240	A	\$ 26.26	9,576,625	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	500	A	\$ 26.27	9,577,125	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	800	A	\$ 26.28	9,577,925	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	2,300	A	\$ 26.29	9,580,225	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	8,260	A	\$ 26.3	9,588,485	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	100	A	\$ 26.31	9,588,585	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	4,000	A	\$ 26.32	9,592,585	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	1,600	A	\$ 26.45	9,594,185	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	900	A	\$ 26.47	9,595,085	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	4,400	A	\$ 26.48	9,599,485	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	10,900	A	\$ 26.49	9,610,385	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	600	A	\$ 26.5	9,610,985	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	200	A	\$ 26.51	9,611,185	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	900	A	\$ 26.52	9,612,085	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	500	A	\$ 26.53	9,612,585	I (1)	see footnote

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								#1
Common Stock	01/14/2008	P(2)	200	A	\$ 26.59	9,612,785	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	300	A	\$ 26.6	9,613,085	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	300	A	\$ 26.61	9,613,385	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	300	A	\$ 26.62	9,613,685	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	1,100	A	\$ 26.63	9,614,785	I (1)	see footnote #1
Common Stock	01/14/2008	P(2)	400	A	\$ 26.64	9,615,185	I (1)	see footnote #1
Common Stock	01/15/2008	P(2)	4,500	A	\$ 25.47	9,619,685	I (1)	see footnote #1
Common Stock	01/15/2008	P(2)	200	A	\$ 25.49	9,619,885	I (1)	see footnote #1
Common Stock	01/15/2008	P(2)	1,300	A	\$ 25.51	9,621,185	I (1)	see footnote #1
Common Stock	01/15/2008	P(2)	100	A	\$ 25.52	9,621,285	I (1)	see footnote #1
Common Stock	01/15/2008	P(2)	2,900	A	\$ 25.53	9,624,185	I (1)	see footnote #1

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ite	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
	·				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Expiration	Title Amount		
						Exercisable	Date	or		
								Number		
								of		
								Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
FRIBOURG PAUL J							
C/O 200 COMMERCE STREET	X						
SMITHFIELD, VA 23430							

Signatures

/s/ Michael H. Cole, as 01/16/2008 Attorney-in-Fact

**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).

The shares listed as indirectly owned in the table above are shares owned directly by ContiGroup Companies, Inc. ("ContiGroup"). Mr. Fribourg may be deemed to share voting and investment power with respect to the shares of common stock owned directly by ContiGroup by virtue of being the Chairman, Chief Executive Officer and President of ContiGroup. In addition, Mr. Fribourg is one of the co-trustees

- and in one case, a beneficiary, of various trusts established for the benefit of certain members of Mr. Fribourg's family that collectively control a majority interest in ContiGroup. Mr. Fribourg disclaims beneficial ownership with respect to all of these shares except to the extent of his pecuniary interest.
- (2) The purchases reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by ContiGroup on October 12, 2007.

Remarks:

Form 1 of 3

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