

SMITHFIELD FOODS INC  
Form 4  
February 15, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MURPHY WENDELL H

2. Issuer Name and Ticker or Trading Symbol  
SMITHFIELD FOODS INC [SFD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
P.O. BOX 1087  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/11/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

ROSE HILL, NC 28458  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities (Instr. 3 and 4)
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Derivative Security	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)						
Variable prepaid forward contract (put equivalent position)	<u>(1)</u>		J		<u>(1)</u>	<u>(1)</u>	Common Stock	3,443
		02/11/2005						
Variable prepaid forward contract (put equivalent position)	<u>(2)</u>		J		<u>(2)</u>	<u>(2)</u>	Common Stock	780 <u>(1)</u>
		02/11/2005						
Variable prepaid forward contract (put equivalent position)	<u>(3)</u>		J		<u>(3)</u>	<u>(3)</u>	Common Stock	780 <u>(1)</u>
		02/11/2005						

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURPHY WENDELL H P.O. BOX 1087 ROSE HILL, NC 28458	X	X		

## Signatures

/s/ Mark Roberts,  
Attorney-in-fact

02/15/2005

\_\_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) See attachment
- (2) On February 11, 2005, Jr. LLC, which is wholly owned by Sr. LLC, entered into a prepaid variable forward contract with Buyer ("Contract 2"). The terms of Contract 2 are identical to the Contract, except that Contract 2 related to 77,952 shares and Jr. LLC received a cash payment of \$1,733,063.10.
- (3) On February 11, 2005, WMC LLC, which is wholly owned by Sr. LLC, entered into a prepaid variable forward contract with Buyer ("Contract 3"). The terms of Contract 3 are identical to Contract 2.

### Remarks:

Remarks: The reporting person may be deemed to be a member of a "group" with Wendell H. Murphy, Jr., Harry D. Murphy,

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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