

SMITHFIELD FOODS INC  
Form 8-K  
June 25, 2009

---

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 25, 2009

SMITHFIELD FOODS, INC.

Virginia  
(State or other  
jurisdiction of  
incorporation)

1-15321  
(Commission File  
Number)

52-0845861  
(IRS Employer  
Identification No.)

200 Commerce Street  
Smithfield, Virginia  
(Address of principal executive  
offices)

23430  
(Zip Code)

Registrant's telephone number, including area code: (757) 365-3000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item 8.01. Other Events.

On June 25, 2009, Smithfield Foods, Inc. (the “Company”) issued a press release announcing that it plans to offer \$500 million aggregate principal amount of senior secured notes due 2014 in a private offering to “qualified institutional buyers” as defined in Rule 144A under the Securities Act of 1933 (the “Securities Act”), and outside the United States pursuant to Regulation S under the Securities Act. In addition, the Company also announced that it will be arranging a new \$1.0 billion asset-based credit facility, which will replace the Company’s existing U.S. revolving credit facility.

A copy of the press release is filed as Exhibit 99.1 to this current report on Form 8-K and incorporated in this Item 8.01 by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99.1 Press release, dated June 25, 2009, announcing plans to offer senior secured notes and arrange a new asset-based credit facility.

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SMITHFIELD FOODS, INC.

Date: June 25, 2009

/s/ Michael H. Cole  
Michael H. Cole  
Vice President, Chief Legal Officer and Secretary

---

EXHIBIT INDEX

Exhibit 99.1 Press release, dated June 25, 2009, announcing plans to offer senior secured notes and arrange a new asset-based credit facility.