

SMITHFIELD FOODS INC  
Form S-8 POS  
August 13, 2009

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As filed with the Securities and Exchange Commission on August 13, 2009

Registration No. 333-153326

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933

Smithfield Foods, Inc.  
(Exact Name of Registrant as Specified in its Charter)

Virginia  
(State or Other Jurisdiction  
of Incorporation or  
Organization)

52-0845861  
(I.R.S. Employer  
Identification Number)

200 Commerce Street  
Smithfield, Virginia  
(Address of Principal  
Executive Offices)

23430  
(Zip Code)

Smithfield Foods, Inc. 2008 Incentive Compensation Plan  
(Full Title of the Plan)

Michael H. Cole, Esq.  
Vice President, Chief Legal Officer and Secretary  
Smithfield Foods, Inc.  
200 Commerce Street  
Smithfield, Virginia 23430  
(Name and Address of Agent for Service)  
(757) 365-3030  
(Telephone Number, Including Area Code, of Agent for Service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting

company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

#### EXPLANATORY NOTE

Smithfield Foods, Inc. hereby amends its registration statement on Form S-8 (Registration No. 333-153326) by filing this Post-Effective Amendment No. 1 to reflect an amendment of the Smithfield Foods, Inc. 2008 Incentive Compensation Plan (the “2008 Plan”). The amendment to the 2008 Plan is attached as Exhibit 10.2 to this Post-Effective Amendment No. 1. No additional securities are being registered.

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SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing of this Post-Effective Amendment No. 1 to Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in Williamsburg, Virginia, on August 13, 2009.

SMITHFIELD FOODS, INC.

Date: August 13, 2009

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

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Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed on behalf of the following persons in the capacities and on the dates indicated.

| Signature   | Title  | Date            |
|---|--|-----------------|
| /s/ Joseph W. Luter, III*<br>Joseph W. Luter, III           | Chairman of the Board and<br>Director  | August 13, 2009 |
| /s/ C. Larry Pope*<br>C. Larry Pope                         | President, Chief Executive Officer<br>and Director (Principal Executive<br>Officer)      | August 13, 2009 |
| /s/ Robert W. Manly,<br>IV*<br>Robert W. Manly, IV          | Executive Vice President and<br>Chief Financial Officer (Principal<br>Financial Officer) | August 13, 2009 |
| / s / K e n n e t h M .<br>Sullivan*<br>Kenneth M. Sullivan | Vice President and Chief<br>Accounting Officer (Principal<br>Accounting Officer)         | August 13, 2009 |
| /s/ Robert L. Burrus, Jr.*<br>Robert L. Burrus, Jr.         | Director   | August 13, 2009 |
| /s/ Carol T. Crawford*<br>Carol T. Crawford                 | Director   | August 13, 2009 |
| /s/ Ray A. Goldberg*<br>Ray A. Goldberg                     | Director   | August 13, 2009 |
| /s/ Wendell H. Murphy*<br>Wendell H. Murphy                 | Director   | August 13, 2009 |
| /s/ David C. Nelson*<br>David C. Nelson                     | Director   | August 13, 2009 |
| /s/ Gaoning Ning*<br>Gaoning Ning                           | Director   | August 13, 2009 |
| /s/ Frank S. Royal,<br>M.D.*<br>Frank S. Royal, M.D.        | Director   | August 13, 2009 |
| /s/ John T. Schwieters*<br>John T. Schwieters               | Director   | August 13, 2009 |
| /s/ Paul S. Triple, Jr.*<br>Paul S. Triple, Jr.             | Director   | August 13, 2009 |

/s/ Melvin O. Wright\*  
Melvin O. Wright

Director

August 13, 2009

\* By /s/ Michael H.  
Cole

Michael H. Cole  
Attorney-in-Fact

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EXHIBIT INDEX

| Exhibit Number | Description   |
|----------------|---|
| 10.2           | Amendment to Smithfield Foods, Inc. 2008 Incentive Compensation Plan. |

