

PREMIUM STANDARD FARMS, INC.

Form 3

September 27, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

SMITHFIELD FOODS INC

(Last)

(First)

(Middle)

200 COMMERCE STREET

(Street)

SMITHFIELD, VA 23430

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/17/2006

3. Issuer Name and Ticker or Trading Symbol

PREMIUM STANDARD FARMS, INC. [PORK]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner☐ Officer ☐ Other

(give title below) (specify below)

See Note 1 below

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common stock, par value \$0.01 per share

0 ⁽¹⁾I ⁽¹⁾See footnote ⁽¹⁾Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Shares

(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITHFIELD FOODS INC 200 COMMERCE STREET SMITHFIELD, VA 23430	Â	Â X	Â	See Note 1 below

Signatures

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

09/27/2006

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

By virtue of the Voting Agreement dated as of September 17, 2006, by and among Smithfield Foods, Inc. ("Parent"), ContiGroup Companies, Inc. and the Issuer (the "Voting Agreement"), Parent may be deemed a beneficial owner pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Act"), of 12,428,592 shares of common stock, par value \$0.01 per share, of the Issuer (1) ("Common Stock") which are subject to the Voting Agreement. Pursuant to Rule 16a-1(a)(4) under the Act, Parent hereby states that this Initial Statement of Beneficial Ownership of Securities on Form 3 shall not be deemed an admission that Parent is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of such shares of Common Stock. Parent does not have any pecuniary interest in such shares of Common Stock.

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.