

Smith Donald  
Form 4  
October 06, 2011

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Smith Donald

(Last) (First) (Middle)

2200 DON TYSON PARKWAY

(Street)

SPRINGDALE, AR 72762

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

TYSON FOODS INC [TSN]

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

10/04/2011

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

President & CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            | 09/29/2011                              |                                                             | J <sup>(1)</sup>                        | V 5,711 A \$ 0                                                          | 51,632                                                                                                             | I                                                                       | Employee<br>Stock<br>Purchase<br>Plan                             |
| Class A<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                         | 904                                                                                                                | I                                                                       | By<br>Custodian<br>for Child                                      |
| Class A<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                         | 4,527                                                                                                              | I                                                                       | By Spouse                                                         |
|                                       | 09/15/2011                              |                                                             | J <sup>(2)</sup>                        | V 1,084 A \$ 0                                                          | 157,208                                                                                                            | D                                                                       |                                                                   |

# Edgar Filing: Smith Donald - Form 4

Class A  
Common  
Stock

|                            |            |                  |        |   |     |         |   |
|----------------------------|------------|------------------|--------|---|-----|---------|---|
| Class A<br>Common<br>Stock | 10/04/2011 | M <sup>(4)</sup> | 29,551 | A | (3) | 186,759 | D |
|----------------------------|------------|------------------|--------|---|-----|---------|---|

|                            |            |                  |       |   |            |         |   |
|----------------------------|------------|------------------|-------|---|------------|---------|---|
| Class A<br>Common<br>Stock | 10/04/2011 | S <sup>(4)</sup> | 9,885 | D | \$<br>17.1 | 176,874 | D |
|----------------------------|------------|------------------|-------|---|------------|---------|---|

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                            |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------|--------------------|----------------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                              | Expiration<br>Date | Title                      | Amount<br>or<br>Number<br>of Shares |
| Performance<br>Shares                               | (3)                                                                   | 09/28/2008                              | 10/04/2011                                                  | M(3)                                    |                                                                                                              | 29,551                                                         |     | (3)                                                              | 10/04/2011         | Class A<br>Common<br>Stock | 29,551                              |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                 |       |
|----------------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                                | Director      | 10% Owner | Officer         | Other |
| Smith Donald<br>2200 DON TYSON PARKWAY<br>SPRINGDALE, AR 72762 |               |           | President & CEO |       |

## Signatures

|                                                           |            |
|-----------------------------------------------------------|------------|
| /s/R.Read Hudson by Power of Attorney for Donnie<br>Smith | 10/06/2011 |
|-----------------------------------------------------------|------------|

\_\_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).
  - Represents shares of the Issuer's Class A Common Stock purchased for the Reporting Person's account under the Issuer's Employee Stock Purchase Plan since the last Statement of Changes in Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16b-3.
  - (1)
  - Represents shares of the Issuer's Class A Common Stock received by the Reporting Person on December 15, 2010, March 15, 2011, June 15, 2011 and September 15, 2011 pursuant to a dividend reinvestment feature under Issuer's stock plan since the last Statement of Changes in Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16a-11.
  - (2)
  - On September 29, 2008, the Reporting Person received a grant of performance shares which vested on October 4, 2011. The performance shares were previously reported as derivative securities at the 150% level. On October 4, 2011, 29,551 shares vested (150% level) and are reported herein as acquired non-derivative securities.
  - (3)
  - On October 4, 2011, 29,551 shares of performance Class A Common Stock vested. The award of those performance shares to the Reporting Person has previously been reported (see Footnote #3). Pursuant to an election made by the Reporting Person, 9,885 shares were sold by the Reporting Person to the Issuer on October 4, 2011, to satisfy tax withholding obligations related to the vesting.
  - (4)

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.