

King Donnie  
Form 4  
October 04, 2012

**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 \*  
King Donnie

(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)  
10/02/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr.Group VP,Poultry & Prepared

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 Indirect Beneficial Ownership (Instr. 4) |   |                              |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |   |                              |
| Class A Common Stock            | 09/14/2012                           |  | J <sup>(1)</sup>               |   | 114   | A  | \$ 0 71,364   | D |                              |
| Class A Common Stock            | 09/27/2012                           |  | J <sup>(2)</sup>               |   | 809   | A  | \$ 0 7,807  | I | Employee Stock Purchase Plan |
| Class A Common Stock            | 10/02/2012                           |  | M <sup>(3)</sup>               |   | 10,146  | A  | ③ 81,510  | D |                              |
|                                 | 10/02/2012                           |  | S <sup>(4)</sup>               |   | 3,394   | A  | 78,116  | D |                              |

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Class A Common Stock \$ 16.54  
 Class A Common Stock 950 I by spouse

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

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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 Derivative Security | 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 (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Performance Shares                         | (3)  | 10/05/2009                           | 10/04/2012   | M(3)                           | 30,438  | (3) 10/04/2012   | Class A Common Stock  | 30,438                     |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| King Donnie<br>2200 DON TYSON PARKWAY<br>SPRINGDALE, AR 72762 |               |           | Sr.Group VP,Poultry & Prepared |       |

## Signatures

/s/ R. Read Hudson by Power of Attorney for Donnie King 10/04/2012  
 \*\*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).

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- (1) Represents shares of the Issuer's Class A Common Stock received by the Reporting Person June 15, 2012 and September 14, 2012 pursuant to a dividend reinvestment feature under the 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) 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 Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16b-3.
- (3) On October 5, 2009, the Reporting Person received a grant of performance shares which vested or expired on October 2, 2012. The performance shares could vest at a level of 50%-150% and were previously reported as derivative securities at the 150% level. On October 2, 2012, 10,146 shares vested and are reported herein as acquired non-derivatives securities. The remaining 20,292 shares granted October 5, 2009 have expired.
- (4) On October 2, 2012, 10,146 shares of Class A Common Stock vested. The award of those shares to the Reporting Person has previously been reported (See Footnote #3). Pursuant to an election made by the Reporting Person, 3,394 shares were sold by the Reporting Person to the Issuer on October 2, 2012, to satisfy tax withholding obligations related to the vesting.

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.