

TYSON FOODS INC
Form 4
September 12, 2013

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 *
Lochner James V

(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)
08/15/2013

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)
Chief Operating Officer

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	08/15/2013		J ⁽¹⁾		1,057	A	\$ 0	39,289	I	Employee Stock Purchase Plan
Class A Common Stock	08/21/2013		J ⁽²⁾		38,148	D	\$ 0	1,141	I	Employee Stock Purchase Plan
Class A Common Stock	08/21/2013		J ⁽²⁾		38,148	A	\$ 0	176,393	D	

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								Employee Stock Purchase Plan
Class A Common Stock	08/29/2013	<u>J</u> ⁽¹⁾	155	A	\$ 0	1,296	I	
Class A Common Stock	09/10/2013	M	16,000	A	\$ 15.96	192,393	D	
Class A Common Stock	09/10/2013	S	16,000	D	\$ 30	176,393	D	
Class A Common Stock	09/11/2013	M	24,000	A	\$ 15.96	200,393	D	
Class A Common Stock	09/11/2013	M	50,000	A	\$ 16.35	250,393	D	
Class A Common Stock	09/11/2013	M	50,000	A	\$ 15.37	300,393	D	
Class A Common Stock	09/11/2013	M	50,000	A	\$ 15.06	350,393	D	
Class A Common Stock	09/11/2013	M	40,000	A	\$ 4.9	390,393	D	
Class A Common Stock	09/11/2013	M	50,000	A	\$ 12.02	440,393	D	
Class A Common Stock	09/11/2013	M	275,000	A	\$ 15.96	715,393	D	
Class A Common Stock	09/11/2013	M	216,667	A	\$ 16.19	932,060	D	
Class A Common Stock	09/11/2013	M	108,334	D	\$ 19.63	1,040,394	D	
Class A Common Stock	09/11/2013	S	864,001	D	\$ <u>(3)</u> 30.0236	176,393	D	

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

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displays a currently valid OMB control number.

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 Security (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date	
Non-Qualified Stock Options (Right to Buy)	\$ 15.96	09/10/2013		M		16,000	09/29/2006	09/29/2014	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 15.96	09/11/2013		M		24,000	09/29/2006	09/29/2014	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 16.35	09/11/2013		M		50,000	11/16/2007	11/16/2015	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 15.37	09/11/2013		M		50,000	11/17/2008	11/17/2016	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 15.06	09/11/2013		M		50,000	11/16/2009	11/16/2017	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 4.9	09/11/2013		M		40,000	11/14/2010	11/14/2018	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 12.02	09/11/2013		M		50,000	11/30/2010	11/30/2019	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 15.96	09/11/2013		M		275,000	02/11/2011	02/11/2020	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 16.19	09/11/2013		M		216,667	11/29/2011	11/29/2020	Class A Common Stock
Non-Qualified Stock Options (Right to Buy)	\$ 19.63	09/11/2013		M		108,334	11/28/2012	11/28/2021	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lochner James V 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762			Chief Operating Officer	

Signatures

James V.
Lochner

09/12/2013

__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) The Reporting Person transferred shares from his Employee Stock Purchase Plan account into his personal stock account thereby changing the ownership of the Class A Common Stock from indirect to direct.
 - (2) This is a weighted average price. These shares were sold in multiple transactions on September 10 and September 11, 2013 at prices ranging from \$30.00 to \$30.13, inclusive, pursuant to a 10b5-1 plan previously enacted by the Reporting Person. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.
 - (3)

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.