

TYSON FOODS INC

Reported by
LOCHNER JAMES V

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/17/09 for the Period Ending 12/15/09

Address	2200 DON TYSON PARKWAY SPRINGDALE, AR 72762-6999
Telephone	479-290-4000
CIK	0000100493
Symbol	TSN
SIC Code	2015 - Poultry Slaughtering and Processing
Industry	Food Processing
Sector	Consumer/Non-Cyclical
Fiscal Year	09/30

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Lochner James V <small>(Last) (First) (Middle)</small> 2200 DON TYSON PARKWAY <small>(Street)</small> SPRINGDALE, AR 72762 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol TYSON FOODS INC [TSN] 3. Date of Earliest Transaction (MM/DD/YYYY) 12/15/2009 4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Operating Officer 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	12/15/2009		J (2)	V	37	A	\$0	94324	D	
Class A Common Stock	12/16/2009		D (3)		1991	D	\$0	92333	D	
Class A Common Stock	12/16/2009		F (4)		3562	D	\$0	88771	D	
Class A Common Stock	12/16/2009		A (5)		77136	A	\$0	165907	D	
Class A Common Stock								17103	I	Employee Stock Purchase Plan

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Options (right to buy)	\$12.64	12/15/2009		M		4500		(1)	1/31/2010	Class A Common Stock	4500	\$12.64	15500	D	
Non-Qualified Stock Options (right to buy)	\$12.6	12/15/2009		M		4265		(1)	1/31/2010	Class A Common Stock	4265	\$12.6	11235	D	
Non-Qualified Stock Options (right to buy)	\$12.58	12/15/2009		M		10935		(1)	1/31/2010	Class A Common Stock	10935	\$12.58	300	D	
Non-Qualified Stock Options (right to buy)	\$12.59	12/15/2009		M		300		(1)	1/31/2010	Class A Common Stock	300	\$12.59	0	D	

Explanation of Responses:

- (1) Pursuant to the Agreement and Plan of Merger dated January 1, 2001 by and among Issuer, Lasso Acquisition Corporation ("Lasso"), a wholly owned subsidiary of Issuer, and IBP, inc. ("IBP"), all options granted by IBP and outstanding on September 28, 2001 (the date IBP merged with Lasso) converted into options to buy Isser Class A common stock at a predetermined exchange rate.
- (2) Represents 37 shares of the Issuer's restricted Class A Common Stock acquired by the Reporting Person pursuant to a dividend reinvestment feature under the Tyson Foods, Inc. 2000 Stock Incentive Plan since the last statement of changes in Beneficial Ownership was filed by the Reporting Person. Such acquisition is exempt from Section 16 reporting requirements pursuant to Rule 16a-11.
- (3) On December 16, 2009, the Issuer entered into a new employment agreement (the "Agreement") with the Reporting Person. In connection with the Agreement, 9,771 previously reported shares of restricted Class A Common Stock vested on December 16, 2009 and 1,991 shares were cancelled.
- (4) On December 16, 2009, pursuant to an election previously made by the Reporting Person, 3,562 shares were sold by the Reporting Person to the Issuer to satisfy tax withholding obligations related to the vesting described above in note 3.
- (5) Award of restricted Class A Common Stock pursuant to Tyson Foods, Inc. 2000 Stock Incentive Plan to vest on December 16, 2012, pursuant to the Agreement.

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

/s/ R. Read Hudson by Power of Attorney for James V. Lochner

12/17/2009

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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