

# TYSON FOODS INC

Reported by  
**LEE GREG W**

## FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 11/30/05 for the Period Ending 10/03/05

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

**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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>LEE GREG W</b>			<b>TYSON FOODS INC [ (TSN) ]</b>			<input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>Int'l Pres &amp; CAO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
			<b>10/3/2005</b>					
2210 W. OAKLAWN			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)			<b>10/5/2005</b>			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
SPRINGDALE, AR 72762								
(City)	(State)	(Zip)						

**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	7/18/2005		J	(1)	V	55471	A	\$0	702594	D	
Class A Common Stock	7/29/2005		J		V	8475	A	\$0	711069	D	
Class A Common Stock	10/1/2005		J	(2)	V	4577	A	\$0	715646	D	
Class A Common Stock	6/30/2005		J		V	2453	A	\$0	56623 (3)	I	By ESPP
Class A Common Stock	7/28/2005		J	(1)	V	55471	D	\$0	1152	I	By ESPP
Class A Common Stock	9/30/2005		J		V	1496	A	\$0	2648	I	By ESPP
Class A Common Stock	8/1/2005		J		V	8475	D	\$0	0	I	By Spouse
Class A Common Stock									750	I	By Children's Trust

**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				
Performance Shares	(4)	10/3/2005		A		39474 (5)	(4)	(4)	Class A Common Stock	39473	\$0	39474	D	

**Explanation of Responses:**

(1) Transfer of stock by reporting person from Issuer's Employee Stock Purchase Plan to direct ownership of reporting person.

- (2) Since the last report, the reporting person has received 4,577 shares of restricted stock pursuant to a dividend reinvestment feature for restricted stock grants under the Company's 2000 Stock Incentive Plan. These shares have been added to the number reported in Item 5 of Table I."
- (3) Includes 497 Shares purchased from 10-01-05 thru 10-31-05, for the reporting person's account under the Tyson Foods, Inc. Employee Stock Purchase Plan which transactions are exempt under Section 16b-3.
- (4) The award vests two business days following the Company's public announcement of its earnings for the second quarter of the 2008 fiscal year. One half of the award is based upon a comparison of the market price of Tyson's Class A Common Stock to a peer group of publicly traded companies and the other half by the achievement of the Company of certain return on invested capital measures.
- (5) Each Performance Share that vests entitles holder to 1 share of Class A Common Stock. The number expressed above is the maximum number of shares that can vest under the grant.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE GREG W 2210 W. OAKLAWN SPRINGDALE, AR 72762			Int'l Pres & CAO	

**Signatures**

/s/ Lee, Greg W.

11/30/2005

\*\* 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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