

# TYSON FOODS INC

Reported by  
**BOND RICHARD L**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/05/04 for the Period Ending 10/04/04

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**

OMB APPROVAL  
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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

<b>1. Name and Address of Reporting Person *</b>  <b>BOND RICHARD L</b> <small>(Last) (First) (Middle)</small>  <b>2210 W. OAKLAWN</b> <small>(Street)</small>  <b>SPRINGDALE, AR 72762</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>TYSON FOODS INC [ (TSN) ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>10/4/2004</b>  <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span> <b>Pres. &amp; COO</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <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								30024	I	By ESPP
Class A Common Stock								1079066	D	

**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)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Shares	\$0.00 (1)	10/4/2004		A	75228	(2)	(2)	Class A Common Stock	75228	\$0	75228	D	
Phantom Stock	\$0.00					(3)	(3)	Class A Common Stock	50000		50000	D	
Performance Shares	\$0.00 (1)					(4)	(4)	Class A Common Stock	88392		88392	D	
Non-Qualified Stock Option (right to buy)	\$10.65					(5)	12/22/2005	Class A Common Stock	53694		53694	D	
Incentive Stock Option (right to buy)	\$10.65					(6)	12/22/2005	Class A Common Stock	3450		3450	D	
Incentive Stock Option (right to buy)	\$9.97					(6)	10/1/2006	Class A Common Stock	5715		5715	D	
Non-Qualified Stock Option (right to buy)	\$9.97					(5)	10/1/2006	Class A Common Stock	22857		22857	D	

**Table II - Derivative Securities 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. 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				
Incentive Stock Option (right to buy)	\$9.76							(6)	3/1/2007	Class A Common Stock	4407		4407	D	
Non-Qualified Stock Option (right to buy)	\$8.68							(5)	12/24/2007	Class A Common Stock	50001		50001	D	
Non-Qualified Stock Option (right to buy)	\$6.95							(6)	8/31/2008	Class A Common Stock	50001		50001	D	
Non-Qualified Stock Option (right to buy)	\$6.43							(6)	2/18/2010	Class A Common Stock	119050		119050	D	
Non-Qualified Stock Option (right to buy)	\$10.90							(6)	7/20/2011	Class A Common Stock	31002		31002	D	
Non-Qualified Stock Option (right to buy)	\$9.75							10/8/2003 (7)	10/8/2011	Class A Common Stock	100000		100000	D	
Non-Qualified Stock Option (right to buy)	\$11.63							(8)	9/30/2012	Class A Common Stock	60000		60000	D	
Non-Qualified Stock Option (right to buy)	\$11.23							7/29/2005 (9)	7/29/2013	Class A Common Stock	280000		280000	D	
Non-Qualified Stock Option (right to buy)	\$13.33							9/19/2005 (10)	9/19/2013	Class A Common Stock	280000		280000	D	
Non-Qualified Stock Option (right to buy)	\$15.96							(11)	9/29/2014	Class A Common Stock	280000		280000	D	

**Explanation of Responses:**

- (1) Each Performance Share that vests entitles holder to 1 share of Class A Common Stock.
- (2) The award vests two business days following the Company's public announcement of its earnings for the 2007 fiscal year 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 achievement by the Company of certain return on invested capital measures.
- (3) This Phantom Stock will be settled in 5 equal annual installments, commencing on the second January 15 following termination of employment.
- (4) The award vests two business days following the Company's public announcement of its earnings for the 2006 fiscal year 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 achievement by the Company of certain cash flow measures.
- (5) All options granted prior to the closing of the tender offer for IBP vested on 7/23/01. For all other options, 40% of the options are exercisable two years after the grant date (the date listed above represents the date 40% become exercisable), and an additional 20% vest in each of the following three years. After 5 years 100% of the options are exercisable.
- (6) 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 Issuer Class A common stock at a predetermined exchange rate.
- (7) This stock option becomes exercisable in four (4) equal annual installments, commencing two (2) years after the date of grant 10-08-01.
- (8) The Stock Option becomes exercisable in four equal annual installments, commencing two years after the date of grant, 9-30-02.
- (9) The Stock Option vests at 40% on 7-29-05 and 20% each year thereafter for 3 years.
- (10) This Stock Options vest at 40% on 9-19-05 and 20% each year thereafter for three (3) years.
- (11) The Stock Option vests at 40% on 09-29-06 and 20% each year thereafter for the following three years.

**Reporting Owners**

Reporting Owner Name / Address	Relationships

	Director	10% Owner	Officer	Other
<b>BOND RICHARD L</b> <b>2210 W. OAKLAWN</b> <b>SPRINGDALE, AR 72762</b>	<b>X</b>		<b>Pres. &amp; COO</b>	

**Signatures**

/s/ Bond, Richard L.

10/5/2004

\*\* 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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