

# TYSON FOODS INC

Reported by  
**LEATHERBY DENNIS**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/07/14 for the Period Ending 12/16/13

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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[ ] 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  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>LEATHERBY DENNIS</b>  (Last) (First) (Middle)  <b>2200 DON TYSON PARKWAY</b>  (Street)  <b>SPRINGDALE, AR 72762</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>TYSON FOODS INC [ TSN ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input 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>EVP &amp; CFO</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>12/16/2013</b>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**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	12/16/2013		J (1)		56	A	\$0	110382	D	
Class A Common Stock	12/19/2013		J (2)		1755	A	\$0	2229	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 Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
4.75% Tangible Equity Units	(3)	8/5/2014		J		5000		(3)	(3)	Class A Common Stock	6614.0 (4)	\$50	5000	D	

**Explanation of Responses:**

- (1) Represents shares of the Issuer's Class A Common Stock received by the Reporting Person pursuant to the Issuer's dividend reinvestment 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 Changes in Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16b-3.
- (3) Each 4.75% Tangible Equity Unit (TEU) includes a prepaid stock purchase contract that will automatically settle on July 15, 2017 (subject to postponement in certain limited circumstances) for between 1.0582 and 1.3228 shares of the Issuer's Class A common stock (subject to adjustment in certain circumstances), based upon the applicable market value of the Issuer's Class A common stock prior to settlement. The Reporting Person may elect to settle the purchase contracts prior to July 15, 2017 at the minimum settlement rate of 1.0582 shares of the Issuer's Common Stock, and the Issuer may elect to settle the purchase contracts prior to such date at the maximum settlement rate of 1.3228 shares of the Issuer's Class A common stock. The purchase contracts may also be settled early in connection with certain fundamental changes of the Issuer.

- (4) Represents the maximum number of shares of the Issuer's Class A common stock initially issuable upon settlement of the purchase contracts included in the TEUs based on the maximum settlement rate.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>LEATHERBY DENNIS 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762</b>			<b>EVP &amp; CFO</b>	

**Signatures**

**Dennis Leatherby**

**8/7/2014**

\*\* 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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