

TYSON FOODS INC

Reported by
LEMAN EUGENE D

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/30/04 for the Period Ending 09/29/04

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

1. Name and Address of Reporting Person * LEMAN EUGENE D <small>(Last) (First) (Middle)</small> 2210 W. OAKLAWN <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) 9/29/2004 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) Senior Group V.P., TFM 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	8/31/2004		J	V	1495 (1)	A	\$0	16746	I	By ESPP
Class A Common Stock								214865	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$13.33							9/19/2005 (6)	9/19/2013	Class A Common Stock	16200		16200	D	
Non-Qualified Stock Option (right to buy)	\$15.96	9/29/2004		A		50000		(2)	9/29/2014	Class A Common Stock	50000	\$0	50000	D	
Incentive Stock Option (right to buy)	\$6.64							(3)	3/1/2005	Class A Common Stock	2		2	D	
Incentive Stock Option (right to buy)	\$10.65							(3)	12/22/2005	Class A Common Stock	9150 (4)		9150	D	
Incentive Stock Option (right to buy)	\$9.97							(3)	10/1/2006	Class A Common Stock	4285		4285	D	
Incentive Stock Option (right to buy)	\$9.76							(3)	3/1/2007	Class A Common Stock	4762		4762	D	
Incentive Stock Option (right to buy)	\$8.68							(3)	12/24/2007	Class A Common	1244		1244	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)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
										Stock				
Non-Qualified Stock Option (right to buy)	\$6.95						(3)	8/31/2008	Class A Common Stock	28572		28572	D	
Non-Qualified Stock Option (right to buy)	\$6.19						(3)	2/1/2010	Class A Common Stock	16667		16667	D	
Non-Qualified Stock Option (right to buy)	\$5.43						(3)	2/18/2010	Class A Common Stock	38572		38572	D	
Non-Qualified Stock Option (right to buy)	\$10.50						(3)	6/28/2011	Class A Common Stock	28402		28402	D	
Non-Qualified Stock Option (right to buy)	\$9.32						10/15/2003 (3)	10/15/2011	Class A Common Stock	16200		16200	D	
Non-Qualified Stock Option (right to buy)	\$9.64						10/10/2004 (5)	10/10/2012	Class A Common Stock	16200		16200	D	

Explanation of Responses:

- (1) Includes 1,495 Shares purchased from 05-01-04 thru 08-31-04, for the reporting person's account under the Tyson Foods, Inc. Employee Stock Purchase Plan which transactions are exempt under Section 16b-3.
- (2) The Stock Option vests at 40% on 09-29-06 and 20% each year thereafter for the following three years.
- (3) 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.
- (4) 4,866 of Mr. Leman's Incentive Stock Options with an exercise price of \$10.65 have been reclassified as Non-Qualified Stock Options.
- (5) The Stock Options vest at 40% on 10-10-04 and 20% each year thereafter for 3 years.
- (6) This Stock Options vest at 40% on 9-19-05 and 20% each year thereafter for three (3) years.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEMAN EUGENE D 2210 W. OAKLAWN SPRINGDALE, AR 72762			Senior Group V.P., TFM	

Signatures

/s/ Leman, Eugene D.

9/30/2004

Date

** Signature of Reporting Person

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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