

# TYSON FOODS INC

Reported by  
**MCNAIR SCOTT**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/26/07 for the Period Ending 12/21/07

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,  
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>McNair Scott</b>  (Last) (First) (Middle)  <b>2210 WEST OAKLAWN DRIVE</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 (Check all applicable)</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>Group VP of Consumer Products</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>12/21/2007</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
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  (MM/DD/YYYY)		

**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	12/21/2007		M (1)		816	A	\$9.64	64751	D	
Class A Common Stock	12/21/2007		M (2)		1200	A	\$13.33	65951	D	
Class A Common Stock	12/21/2007		S		816	D	\$15.42	65135	D	
Class A Common Stock	12/21/2007		S		1200	D	\$15.42	63935	D	
Class A Common Stock	11/30/2007		J (3)	V	36	A	\$0	213	I	By ESPP

**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				
Non Qualified Stock Option (right to buy)	\$9.64	12/21/2007		M (1)		816	10/10/2004 (1)	10/10/2012	Class A Common Stock	816.0000	\$0	0.0000	D	
Non-Qualified Stock Option (right to buy)	\$13.33	12/21/2007		M (2)		1200	9/19/2005 (2)	9/19/2013	Class A Common Stock	1200.0000	\$0	1200.0000	D	

**Explanation of Responses:**

- (1) The Stock Options vested at 40% on 10-10-04 and 20% each year thereafter for 3 years.
- (2) The Stock Options vested at 40% on 9-19-05 and 20% each year thereafter for 3 years.
- (3) Represents 36 shares of the Issuer's Class A Common Stock purchased from November 1, 2007 thru November 30, 2007 for the

reporting person's account under the Issuer's Employee Stock Purchase Plan. Such acquisitions are exempt from Section 16 reporting requirements pursuant to Rule 16a-3.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>McNair Scott</b> <b>2210 WEST OAKLAWN DRIVE</b> <b>SPRINGDALE, AR 72762</b>			<b>Group VP of Consumer Products</b>	

### Signatures

**By: R. Read Hudson, by power of attorney for**

**12/26/2007**

\*\* 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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