

TYSON FOODS INC

Reported by
CARPER HOWELL P

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/22/15 for the Period Ending 06/18/15

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|-------------|---|
| 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

OMB APPROVAL
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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

| | | | | | |
|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person * Carper Howell P (Last) (First) (Middle) 2200 DON TYSON PARKWAY (Street) SPRINGDALE, AR 72762 (City) (State) (Zip) | | 2. Issuer Name and Ticker or Trading Symbol TYSON FOODS INC [TSN] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) EVP Strategy and New Ventures | |
| | | 3. Date of Earliest Transaction (MM/DD/YYYY) 6/18/2015 | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person | |
| | | 4. If Amendment, Date Original Filed (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 | 6/18/2015 | | J ⁽¹⁾ | | 87 | A | \$0 | 5572 | I | Employee Stock Purchase Plan |
| Class A Common Stock | 6/18/2015 | | M | | 11633 | A | \$16.19 | 156051 | D | |
| Class A Common Stock | 6/18/2015 | | M | | 26666 | A | \$19.63 | 182717 | D | |
| Class A Common Stock | 6/18/2015 | | M | | 24200 | A | \$19.36 | 206917 | D | |
| Class A Common Stock | 6/18/2015 | | M | | 24834 | A | \$31.82 | 231751 | D | |
| Class A Common Stock | 6/18/2015 | | S | | 87333 | D | \$42.4081 ⁽²⁾ | 144418 | 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 | | | | |
| Non-Qualified Stock Options (Right to Buy) | \$16.19 | 6/18/2015 | | M | | | 11633 | 11/29/2011 | 11/29/2020 | Class A Common Stock | 11633.0 | \$16.19 | 0 | D | |
| Non-Qualified Stock Options (Right to Buy) | \$19.63 | 6/18/2015 | | M | | | 26666 | 11/28/2012 | 11/28/2021 | Class A Common Stock | 26666.0 | \$19.63 | 0 | D | |
| Non-Qualified Stock Options (Right to Buy) | \$19.36 | 6/18/2015 | | M | | | 24200 | 11/26/2013 | 11/26/2022 | Class A Common Stock | 24200.0 | \$19.36 | 12100 | D | |
| Non-Qualified Stock Options (Right to Buy) | \$31.82 | 6/18/2015 | | M | | | 24834 | 11/22/2014 | 11/22/2023 | Class A Common Stock | 24834.0 | \$31.82 | 49666 | D | |

Explanation of Responses:

- (1) 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.
- (2) This is a weighted average price. These shares were sold in multiple transactions on June 18, 2015 at prices ranging from \$42.40 to \$42.44, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Carper Howell P 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | | | EVP Strategy and New Ventures | |

Signatures

/s/ Brett Worlow as Power of Attorney for Howell P. Carper **6/22/2015**

** 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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