

White Noel W
Form 4
February 06, 2013

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
White Noel W

(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]

3. Date of Earliest Transaction (Month/Day/Year)
02/04/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Sr Grp VP Fresh Meats

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Class A Common Stock | 12/12/2012 | | J ⁽¹⁾ | V | 38,135 | D | \$ 0 |
| | | | | | 1,383 | I | |
| | | | | | | | Employee Stock Purchase Plan |
| Class A Common Stock | 12/12/2012 | | J ⁽¹⁾ | V | 38,135 | A | \$ 0 |
| | | | | | 70,446 | D | |
| | | | | | | | |
| Class A Common Stock | 01/31/2013 | | J ⁽²⁾ | V | 806 | A | \$ 0 |
| | | | | | 2,189 | I | |
| | | | | | | | Employee Stock Purchase Plan |

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| | | | | | | | |
|----------------------------|------------|---|--------|---|---------------|---------|---|
| Class A Common Stock | 02/04/2013 | M | 2,400 | A | \$ 13.33 | 72,846 | D |
| Class A Common Stock | 02/04/2013 | M | 6,000 | A | \$ 15.96 | 78,846 | D |
| Class A Common Stock | 02/04/2013 | M | 40,000 | A | \$ 16.35 | 118,846 | D |
| Class A Common Stock | 02/04/2013 | S | 3,520 | D | \$ 22.86 | 115,326 | D |
| Class A Common Stock | 02/04/2013 | S | 20,737 | D | \$ 22.87 | 94,589 | D |
| Class A Common Stock | 02/04/2013 | S | 520 | D | \$ 22.88 | 94,069 | D |
| Class A Common Stock | 02/04/2013 | S | 8,109 | D | \$ 22.89 | 85,960 | D |
| Class A Common Stock | 02/04/2013 | S | 7,976 | D | \$ 22.9 | 77,984 | D |
| Class A Common Stock | 02/04/2013 | S | 600 | D | \$ 22.9057 | 77,384 | D |
| Class A Common Stock | 02/04/2013 | S | 802 | D | \$ 22.91 | 76,582 | D |
| Class A Common Stock | 02/04/2013 | S | 100 | D | \$ 22.92 | 76,482 | D |
| Class A Common Stock | 02/04/2013 | S | 500 | D | \$ 22.93 | 75,982 | D |
| Class A Common Stock | 02/04/2013 | S | 380 | D | \$ 22.94 | 75,602 | D |
| Class A Common Stock | 02/04/2013 | S | 520 | D | \$ 22.95 | 75,082 | D |
| Class A Common | 02/04/2013 | S | 1,206 | D | \$ 22.97 | 73,876 | D |

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Stock

Class A

Common 02/04/2013 S 1,500 D \$ 22.98 72,376 D

Stock

Class A

Common 02/04/2013 S 1,500 D \$ 22.99 70,876 D

Stock

Class A

Common 02/04/2013 S 430 D \$ 23 70,446 D

Stock

Class A

Common 02/04/2013 S 35,000 D \$ 22.8099 35,446 D

Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified stock options (right to buy) | \$ 13.33 | 02/04/2013 | | M | 2,400 | 09/19/2003 09/19/2013 | Class A Common Stock | 2,400 |
| Non-qualified stock options (right to buy) | \$ 15.96 | 02/04/2013 | | M | 6,000 | 09/29/2006 09/29/2014 | Class A Common Stock | 6,000 |
| Non-qualified stock options (right to buy) | \$ 16.35 | 02/04/2013 | | M | 40,000 | 11/16/2007 11/16/2015 | Class A Common Stock | 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| White Noel W 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | | | Sr Grp VP Fresh Meats | |

Signatures

/s/ R. Read Hudson by power of attorney for Noel W.
White

02/06/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The Reporting Person transferred shares from the Employee Stock Purchase Plan account into the Reporting Person's stock account hereby changing the ownership of the stock from indirect to direct.
- Represents shares of the Issuer's Class A Common Stock purchased for the Reporting Person's account under the Issuer's Employee Stock
- (2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.