

Kimbro Ken
Form 4
May 17, 2012

FORM 4

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Kimbro Ken

(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)
05/15/2012

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)
SVP & Chief HR Officer

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 (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 | 03/15/2012 | | J(1) | V | 34 | A | \$ 0 34,881 | D | |
| Class A Common Stock | 05/15/2012 | | J(2) | V | 788 | A | \$ 0 12,483 | I | Employee Stock Purchase Plan |
| Class A Common Stock | 05/16/2012 | | J(3) | V | 11,994 | D | \$ 0 489 | I | Employee Stock Purchase Plan |

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| | | | | | | | |
|----------------------------|------------|--------------------|--------|---|-------------|--------|---|
| Class A Common Stock | 05/15/2012 | M | 5,100 | A | \$ 12.02 | 39,981 | D |
| Class A Common Stock | 05/15/2012 | S | 2,800 | D | \$ 19.5 | 37,181 | D |
| Class A Common Stock | 05/15/2012 | S | 1,700 | D | \$ 19.51 | 35,481 | D |
| Class A Common Stock | 05/15/2012 | S | 600 | D | \$ 19.52 | 34,881 | D |
| Class A Common Stock | 05/16/2012 | J ⁽³⁾ V | 11,994 | A | \$ 0 | 46,875 | D |
| Class A Common Stock | 05/16/2012 | M | 11,700 | A | \$ 12.02 | 58,575 | D |
| Class A Common Stock | 05/16/2012 | S | 8,200 | D | \$ 19.5 | 50,375 | D |
| Class A Common Stock | 05/16/2012 | S | 1,800 | D | \$ 19.51 | 48,575 | D |
| Class A Common Stock | 05/16/2012 | S | 700 | D | \$ 19.52 | 47,875 | D |
| Class A Common Stock | 05/16/2012 | S | 300 | D | \$ 19.53 | 47,575 | D |
| Class A Common Stock | 05/16/2012 | S | 400 | D | \$ 19.54 | 47,175 | D |
| Class A Common Stock | 05/16/2012 | S | 300 | D | \$ 19.55 | 46,875 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Options (right to buy) | \$ 12.02 | 05/15/2012 | | M | 5,100 | 11/30/2011 11/30/2019 | Class A Common Stock |
| Non-Qualified Stock Options (right to buy) | \$ 12.02 | 05/16/2012 | | M | 11,700 | 11/30/2011 11/30/2019 | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kimbro Ken 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762 | | | SVP & Chief HR Officer | |

Signatures

Ken Kimbro 05/17/2012
 **Signature of Date
 Reporting Person

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) Represents shares of the Issuer's Class A Common Stock received by the Reporting Person on March 15, 2012, pursuant to a dividend reinvestment feature under Issuer's stock 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) The Reporting Person transferred shares from the Employee Stock Purchase Plan account into the Reporting Person's personal stock account thereby changing the ownership of the stock from Indirect to Direct.

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.