

TYSON FOODS INC

Form 4

March 28, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
VAN BEBBER DAVID L

(Last) (First) (Middle)

2200 W 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)
12/16/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP & General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	12/16/2015		G		3,000	D	\$ 0
					171,996.8242	(1)	D
Class A Common Stock	12/17/2015		G		1,000	D	\$ 0
					170,996.8242	(1)	D
Class A Common Stock	01/06/2016		G		750	D	\$ 0
					170,246.8242	(1)	D
Class A Common	03/15/2016		J(2)		124.38	A	\$ 0
					170,371.2042	(3)	D

Edgar Filing: TYSON FOODS INC - Form 4

Stock

Class A Common Stock	03/24/2016	J ⁽⁴⁾	416.6037	A	\$ 0	2,866.1044	I	Employee Stock Purchase Plan
Class A Common Stock	03/24/2016	M	10,000	A	\$ 4.9	180,371.2042 (3)	D	
Class A Common Stock	03/24/2016	S	10,000	D	\$ 67.207 (5)	170,371.2042 (3)	D	
Class A Common Stock	03/24/2016	M	10,000	A	\$ 12.02	180,371.2042 (3)	D	
Class A Common Stock	03/24/2016	S	10,000	D	\$ 67.174 (6)	170,371.2042 (3)	D	
Class A Common Stock	03/24/2016	M	10,000	A	\$ 16.19	180,371.2042 (3)	D	
Class A Common Stock	03/24/2016	S	10,000	D	\$ 67.141 (7)	170,371.2042 (3)	D	
Class A Common Stock	03/24/2016	M	10,000	A	\$ 19.63	180,371.2042 (3)	D	
Class A Common Stock	03/24/2016	S	10,000	D	\$ 66.961 (8)	170,371.2042 (3)	D	
Class A Common Stock	03/24/2016	M	15,800	A	\$ 19.36	186,171.2042 (3)	D	
Class A Common Stock	03/24/2016	S	15,800	D	\$ 66.847 (9)	170,371.2042 (3)	D	
Class A Common Stock	03/24/2016	M	19,667	A	\$ 31.82	190,038.2042 (3)	D	
Class A Common Stock	03/24/2016	S	19,667	D	\$ 66.743 (10)	170,371.2042 (3)	D	
Class A Common Stock						1,150	I	By Son

Edgar Filing: TYSON FOODS INC - Form 4

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.

SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-Qualified Stock Options (Right to Buy)	\$ 4.9	03/24/2016		M		10,000		11/14/2010	11/14/2018	Class A Common Stock	10
Non-Qualified Stock Options (Right to Buy)	\$ 12.02	03/24/2016		M		10,000		11/30/2010	11/30/2019	Class A Common Stock	10
Non-Qualified Stock Options (Right to Buy)	\$ 16.19	03/24/2016		M		10,000		11/29/2011	11/29/2020	Class A Common Stock	10
Non-Qualified Stock Options (Right to Buy)	\$ 19.63	03/24/2016		M		10,000		11/28/2012	11/28/2021	Class A Common Stock	10
Non-Qualified Stock Options (Right to Buy)	\$ 19.36	03/24/2016		M		15,800		11/26/2013	11/26/2022	Class A Common Stock	15
Non-Qualified Stock Options (Right to Buy)	\$ 31.82	03/24/2016		M		19,667		11/22/2014	11/22/2023	Class A Common Stock	19

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
VAN BEBBER DAVID L 2200 W DON TYSON PARKWAY SPRINGDALE, AR 72762	EVP & General Counsel

Signatures

/s/ David L. Van
Bebber

03/28/2016

**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) Includes 9,304.909 shares of Class A Common Stock which vest on the fourth business day following the filing of the Issuer's Annual Report on Form 10-K for its 2016 fiscal year if the performance metrics described in the applicable Stock Incentive Agreement are achieved; Includes 6,949.233 shares of Class A Common Stock which vest on the fourth business day following the filing of the Issuer's Annual Report on Form 10-K for its 2017 fiscal year if the performance metrics described in the applicable Stock Incentive Agreement are achieved; and, includes 8,456.088 shares of Class A Common Stock which vest on December 1, 2018 if the performance metrics described in the applicable Stock Incentive Agreement are achieved.

(2) Represents shares of the Issuer's Class A Common Stock received by the Reporting Person pursuant to the Issuer's dividend reinvestment plan since the last Statement of Changes in Beneficial Ownership was filed by the Reporting Person. Such acquisitions are exempt from Section 16 concurrent reporting requirements pursuant to Rule 16a-11.

(3) Includes 9,325.7619 shares of Class A Common Stock which vest on the fourth business day following the filing of the Issuer's Annual Report on Form 10-K for its 2016 fiscal year if the performance metrics described in the applicable Stock Incentive Agreement are achieved; Includes 6,964.8073 shares of Class A Common Stock which vest on the fourth business day following the filing of the Issuer's Annual Report on Form 10-K for its 2017 fiscal year if the performance metrics described in the applicable Stock Incentive Agreement are achieved; and, includes 8,475.039 shares of Class A Common Stock which vest on December 1, 2018 if the performance metrics described in the applicable Stock Incentive Agreement are achieved.

(4) 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 concurrent reporting requirements pursuant to Rule 16b-3.

(5) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$66.92 to \$67.46, 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.

(6) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$66.93 to \$67.31, 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.

(7) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$67.06 to \$67.25, 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.

(8) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$66.80 to \$67.12, 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.

(9) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$66.79 to \$66.93, 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.

(10) This is a weighted average price. These shares were sold in multiple transactions on March 24, 2016 at prices ranging from \$66.70 to \$66.82, 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Edgar Filing: TYSON FOODS INC - Form 4

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.