

TYSON FOODS INC

Form 4

October 01, 2014

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

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(Print or Type Responses)

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

(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)
12/16/2013

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)
Class A Common Stock	12/16/2013		<u>J(1)</u>	21 A \$ 0	125,781	D	
Class A Common Stock	12/19/2013		G	4,100 D \$ 0	121,681	D	
Class A Common Stock	06/16/2014		<u>J(1)</u>	36 A \$ 0	121,717	D	
Class A Common	09/25/2014		<u>J(2)</u>	1,412 A \$ 0	5,570	I	Employee Stock

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Stock								Purchase Plan
Class A Common Stock	09/08/2014	J ⁽³⁾	4,944	D	\$ 0	626	I	Employee Stock Purchase Plan
Class A Common Stock	09/08/2014	J ⁽³⁾	4,944	A	\$ 0	126,661	D	
Class A Common Stock	09/30/2014	M ⁽⁴⁾	12,961	A	\$ 0	139,622	D	
Class A Common Stock	09/30/2014	S ⁽⁵⁾	4,453	D	\$ 39.37	135,169	D	
Class A Common Stock						900	I	By Son

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

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(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 of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	\$ 0 ⁽⁴⁾	09/30/2014		M ⁽⁴⁾		12,961		09/30/2014	09/30/2014	Class A Common Stock	12,961

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

VAN BEBBER DAVID L
2200 DON TYSON PARKWAY
SPRINGDALE, AR 72762

EVP & General Counsel

Signatures

David L. Van
Bebber

10/01/2014

__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).
 - 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 reporting requirements pursuant to Rule 16a-11.
 - 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.
 - The Reporting Person transferred shares from his Employee Stock Purchase Plan account into his personal stock account thereby changing the nature of the ownership of the Class A Common Stock from indirect to direct.
 - On October 3, 2011, the Reporting Person received a grant of performance shares which vested or expired on September 30, 2014. The performance shares could vest at a level between 50%-150% depending on criteria set forth in the award agreement and were previously reported as derivative securities at the 150% level. On September 30, 2014 the shares vested at the 150% level and 12,961 shares are reported herein as acquired non-derivatives securities.
 - Pursuant to an election made by the Reporting Person, 4,453 shares were sold by the Reporting Person to the Issuer on September 30, 2014, to satisfy tax withholding obligations related to the vesting described in footnote 4.

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.