

Kimbro Ken
Form 4
January 04, 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 *
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)
01/03/2012

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)
EVP & 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	01/03/2013		J ⁽¹⁾	V	104	A	\$ 0	2,581	I	Employee Stock Purchase Plan
Class A Common Stock	01/03/2013		M ⁽²⁾		20,000	A	\$ 15.37	60,549	D	
Class A Common Stock	01/03/2013		M ⁽³⁾		20,000	A	\$ 15.06	80,549	D	
	01/03/2013		S		5,416	D	\$ 20.06	75,133	D	

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Class A Common Stock							
Class A Common Stock	01/03/2013	S	5,000	D	\$ 20.07	70,133	D
Class A Common Stock	01/03/2013	S	500	D	\$ 20.08	69,633	D
Class A Common Stock	01/03/2013	S	100	D	\$ 20.09	69,533	D
Class A Common Stock	01/03/2013	S	1,200	D	\$ 20.1	68,333	D
Class A Common Stock	01/03/2013	S	600	D	\$ 20.11	67,733	D
Class A Common Stock	01/03/2013	S	700	D	\$ 20.12	67,033	D
Class A Common Stock	01/03/2013	S	1,000	D	\$ 20.14	66,033	D
Class A Common Stock	01/03/2013	S	900	D	\$ 20.15	65,133	D
Class A Common Stock	01/03/2013	S	300	D	\$ 20.16	64,833	D
Class A Common Stock	01/03/2013	S	500	D	\$ 20.17	64,333	D
Class A Common Stock	01/03/2013	S	1,200	D	\$ 20.18	63,133	D
Class A Common Stock	01/03/2013	S	2,300	D	\$ 20.19	60,833	D
Class A Common Stock	01/03/2013	S	200	D	\$ 20.2	60,633	D
Class A Common	01/03/2013	S	84	D	\$ 20.23	60,549	D

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Stock								
Class A Common Stock	01/03/2013		S	6,000	D	\$ 20.37	54,549	D
Class A Common Stock	01/03/2013		S	1,200	D	\$ 20.39	53,349	D
Class A Common Stock	01/03/2013		S	100	D	\$ 20.395	53,249	D
Class A Common Stock	01/03/2013		S	10,018	D	\$ 20.4	43,231	D
Class A Common Stock	01/03/2013		S	100	D	\$ 20.405	43,131	D
Class A Common Stock	01/03/2013		S	1,282	D	\$ 20.41	41,849	D
Class A Common Stock	01/03/2013		S	1,300	D	\$ 20.42	40,549	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Options (right to buy)	\$ 15.37	01/03/2013		M	20,000	11/17/2008 11/17/2016	Class A Common Stock

Non-Qualified Stock Options (right to buy)	\$ 15.06	01/03/2013	M	20,000	11/16/2009	11/16/2017	Class A Common Stock	20
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Reporting Owners

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

Signatures

/s/ R. Read Hudson by Power of Attorney for Ken Kimbro	01/04/2013
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__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 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.
- (1) On December 20, 2012, the Reporting Person placed an order with his broker to exercise outstanding options to purchase 20,000 shares of the Issuer's Class A Common Stock and sell said shares if the market price went to \$20.37 per share, which occurred on the transaction date reported herein.
- (2) On December 20, 2012, the Reporting Person placed an order with his broker to exercise outstanding options to purchase 20,000 shares of the Issuer's Class A Common Stock and sell said shares if the market price went to \$20.06 per share, which occurred on the transaction date reported herein.
- (3)

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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