

Davidson Wendy P
 Form 3/A
 November 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Davidson Wendy P | | (Month/Day/Year) | TYSON FOODS INC [(TSN)] | |
| (Last) | (First) | (Middle) | 10/10/2005 | |
| 4773 TRAILS END LANE | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | (Check all applicable) | | |
| SPRINGDALE, AR 72764 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Group VP Food Svc | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 10/12/2005 | |
| 1. Title of Security (Instr. 4) | | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Class A Common Stock | 75,077 ⁽¹⁾ | D | À |
| Class A Common Stock | 963 | I | By ESPP |
| Class A Common Stock | 87 | I | By Spouse |
| Class A Common Stock | 322 | I | RSP Stock Match |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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

Edgar Filing: Davidson Wendy P - Form 3/A

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Non-Qualified Stock Option (right to buy) | Â <u>(2)</u> | 09/29/2014 | Class A Common Stock | 8,000 | \$ 15.96 | D | Â |
| Performance Shares | Â <u>(3)(4)</u> | Â <u>(3)</u> | Class A Common Stock | 20,775 <u>(5)</u> | \$ <u>(5)</u> | D | Â |
| Non-Qualified Stock Option (right to buy) | Â <u>(6)</u> | 10/03/2006 | Class A Common Stock | 6,000 | \$ 17.91 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/29/2003 <u>(7)</u> | 03/29/2011 | Class A Common Stock | 4,500 | \$ 11.5 | D | Â |
| Non-Qualified Stock Option (right to buy) | 10/15/2003 <u>(8)</u> | 10/15/2011 | Class A Common Stock | 900 | \$ 9.32 | D | Â |
| Non Qualified Stock Option (right to buy) | 10/10/2004 <u>(9)</u> | 10/10/2012 | Class A Common Stock | 3,120 | \$ 9.64 | D | Â |
| Non-Qualified Stock Option (right to buy) | 09/19/2005 <u>(10)(11)</u> | 09/19/2013 | Class A Common Stock | 5,040 | \$ 13.33 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â <u>(2)</u> | 09/29/2014 | Class A Common Stock | 70 | \$ 15.96 | I | By Spouse |
| Non-Qualified Stock Option (right to buy) | 10/15/2003 <u>(8)</u> | 10/15/2011 | Class A Common Stock | 60 | \$ 9.32 | I | By Spouse |
| Non Qualified Stock Option (right to buy) | 10/10/2004 <u>(9)</u> | 10/10/2012 | Class A Common Stock | 60 | \$ 9.64 | I | By Spouse |
| Non-Qualified Stock Option (right to buy) | 09/19/2005 <u>(10)(11)</u> | 09/19/2013 | Class A Common Stock | 65 | \$ 13.33 | I | By Spouse |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: Davidson Wendy P - Form 3/A

Director 10% Owner Officer Other

Davidson Wendy P
4773 TRAILS END LANE Â Â Â Group VP Food Svc Â
SPRINGDALE,Â ARÂ 72764

Signatures

/s/ Davidson,
Wendy P 11/30/2005

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Mrs. Davidson directly holds 2,336 shares of common stock and 72,741 shares shares of restricted common stock.
- (2) The Stock Option vests at 40% on 09-29-06 and 20% each year thereafter for the following three years.
The award vests two business days following the Company's public announcement of its earnings for the 2008 fiscal year. One half of
- (3) the award is based upon a comparison of the market price of Tyson's Class A Common Stock to a peer group of publicly traded companies and the other half by the achievement of the Company of certain return on invested capital measures.
The awards were effective October 3, 2005, the date the Company priced and determined to offer the filer their new employment
- (4) contract and the awards. The award agreements were delivered to the filer on October 10, 2005, the date the filer signed their new employment agreement with the Company.
- (5) Each Performance Share that vests entitles holder to 1 share of Class A Common Stock. The number expressed above is the maximum number of shares that can vest under the grant.
- (6) The Stock Options become exercisable in five equal annual installments commencing three years after the date of grant 10/3/96.
- (7) The Stock Options become exercisable in four equal annual installments, commencing two years after the date of grant, 03-29-01.
- (8) The stock options vest at 40% on 10-15-03 and 20% each year thereafter for 3 years.
- (9) The Stock Options vest at 40% on 10-10-04 and 20% each year thereafter for 3 years.
- (10) Because of a clerical error, this date was previously reported incorrectly.
- (11) This Stock Options vest at 40% on 9-19-05 and 20% each year thereafter for three (3) years.

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.