

TYSON FOODS INC  
Form 4  
February 19, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Calaway Curt

(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)  
12/15/2015

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 Controller & CAO

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            | 12/15/2015                           |  | J <sup>(1)</sup>               |   | 45.257  | A  | \$ 0  | 17,300.504<br>(2) | D |                              |
| Class A Common Stock            | 12/17/2015                           |  | J <sup>(1)</sup>               |   | 4.2   | A  | \$ 0  | 17,304.704<br>(2) | D |                              |
| Class A Common Stock            | 02/11/2016                           |  | J <sup>(3)</sup>               |   | 195.1211  | A  | \$ 0  | 2,160.2662        | I | Employee Stock Purchase Plan |
|                                 | 02/18/2016                           |  | M                              |   | 1,200   | A  | \$ 4.9  |                   | D |                              |

Edgar Filing: TYSON FOODS INC - Form 4

|                            |            |  |   |        |   |                                   |   |
|----------------------------|------------|--|---|--------|---|-----------------------------------|---|
| Class A<br>Common<br>Stock |            |  |   |        |   | 18,504.704<br><u>(2)</u>          |   |
| Class A<br>Common<br>Stock | 02/18/2016 |  | M | 6,000  | A | \$ 24,504.704<br>16.19 <u>(2)</u> | D |
| Class A<br>Common<br>Stock | 02/18/2016 |  | M | 6,000  | A | \$ 30,504.704<br>19.63 <u>(2)</u> | D |
| Class A<br>Common<br>Stock | 02/18/2016 |  | S | 13,200 | D | \$ 17,304.704<br>62.47 <u>(4)</u> | 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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |  |
|---|--|---|---|--------------------------------------|---|--|--|--|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date   | Title                                  |  |
| Non-Qualified<br>Stock Options<br>(Right to Buy)    | \$ 4.9   | 02/18/2016                              |   | M                                    | 1,200   | 11/14/2010 11/14/2018  | Class A<br>Common<br>Stock                                     | 1,200                                  |  |
| Non-Qualified<br>Stock Options<br>(Right to Buy)    | \$ 16.19   | 02/18/2016                              |   | M                                    | 6,000   | 11/29/2011 11/29/2020  | Class A<br>Common<br>Stock                                     | 6,000                                  |  |
| Non-Qualified<br>Stock Options<br>(Right to Buy)    | \$ 19.63   | 02/18/2016                              |   | M                                    | 6,000   | 11/28/2012 11/28/2021  | Class A<br>Common<br>Stock                                     | 6,000                                  |  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| Calaway Curt<br>2200 DON TYSON PARKWAY<br>SPRINGDALE, AR 72762 |               |           | SVP Controller & CAO |       |

## Signatures

/s/ Curt Calaway                      02/19/2016

\_\_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 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.
  - (2) Includes 1,504.2 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
  - (3) 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.
  - (4) This is a weighted average price. These shares were sold in multiple transactions on February 18, 2016 at prices ranging from \$62.41 to \$62.599, 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. 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.