

VAN BEBBER DAVID L
Form 4
December 07, 2017

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 *
VAN BEBBER DAVID L

2. Issuer Name and Ticker or Trading Symbol
TYSON FOODS INC [TSN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2200 W DON TYSON PARKWAY

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2017

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
General Counsel

(Street)
SPRINGDALE, AR 72762

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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	11/30/2017		J ⁽¹⁾		33,731.8	A	\$ 0	1,855.9263	I	Employee Stock Purchase Plan
Class A Common Stock	12/06/2017		M		10,508	A	\$ 58.34	208,182.4873 ⁽²⁾	D	
Class A Common Stock	12/06/2017		S		10,508	D	\$ 83.244 ⁽³⁾	197,674.4873 ⁽²⁾	D	
	12/06/2017		M		24,507	A	\$ 50		D	

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Class A Common Stock						222,181.4873 <u>(2)</u>	
Class A Common Stock	12/06/2017	S	24,507	D	\$ 83.243 <u>(4)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	2,500	A	\$ 4.9	200,174.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	2,500	D	\$ 83.428 <u>(5)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	2,500	A	\$ 12.02	200,174.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	2,500	D	\$ 83.372 <u>(6)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	2,500	A	\$ 16.19	200,174.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	2,500	D	\$ 83.354 <u>(7)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	2,500	A	\$ 19.63	200,174.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	2,500	D	\$ 83.291 <u>(8)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	10,000	A	\$ 19.36	207,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	10,000	D	\$ 83.253 <u>(9)</u>	197,674.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	M	34,833	A	\$ 31.82	232,507.4873 <u>(2)</u>	D
Class A Common Stock	12/06/2017	S	34,833	D	\$ 83.242 <u>(10)</u>	197,674.4873 <u>(2)</u>	D
Class A Common	12/06/2017	M	74,500	A	\$ 42.26	272,174.4873 <u>(2)</u>	D

Stock

Class A				\$	197,674.4873	
Common	12/06/2017	S	74,500	D	83.257	D
Stock					<u>(11)</u>	<u>(2)</u>

Class A					1,150	I	By Son
Common							
Stock							

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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Options (Right to Buy)	\$ 58.34	12/06/2017		M	10,508	11/28/2017 11/28/2026	Class A Common Stock 10
Non-Qualified Stock Options (Right to Buy)	\$ 50	12/06/2017		M	24,507	11/30/2016 11/30/2025	Class A Common Stock 24
Non-Qualified Stock Options (Right to Buy)	\$ 4.9	12/06/2017		M	2,500	11/14/2010 11/14/2018	Class A Common Stock 2,
Non-Qualified Stock Options (Right to Buy)	\$ 12.02	12/06/2017		M	2,500	11/30/2010 11/30/2019	Class A Common Stock 2,
Non-Qualified Stock Options (Right to Buy)	\$ 16.19	12/06/2017		M	2,500	11/29/2011 11/29/2020	Class A Common Stock 2,
Non-Qualified Stock Options (Right to Buy)	\$ 19.63	12/06/2017		M	2,500	11/28/2012 11/28/2021	Class A Common Stock 2,

Non-Qualified Stock Options (Right to Buy)	\$ 19.36	12/06/2017	M	10,000	11/26/2013	11/26/2022	Class A Common Stock	10
Non-Qualified Stock Options (Right to Buy)	\$ 31.82	12/06/2017	M	34,833	11/22/2014	11/22/2023	Class A Common Stock	34
Non-Qualified Stock Options (Right to Buy)	\$ 42.26	12/06/2017	M	74,500	11/21/2015	11/21/2024	Class A Common Stock	74

Reporting Owners

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

Signatures

/s/ David L. Van
Bebber 12/07/2017

**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) 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.
 - (2) Includes 8,634.783 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 2018 fiscal year if the performance metrics described in the applicable Stock Incentive Agreement are achieved; 7,354.251 shares of Class A Common Stock which vest on November 18, 2019 if the performance metrics described in the applicable Stock Incentive Agreement are achieved; and 5,167.035 shares of Class A Common Stock which vest on November 13, 2020 if the performance metrics described in the applicable Stock Incentive Agreement are achieved.
 - (3) This is a weighted average price. These shares were sold in multiple transactions on December 6, 2017 at prices ranging from \$83.11 to \$83.37, 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.
 - (4) This is a weighted average price. These shares were sold in multiple transactions on December 6, 2017 at prices ranging from \$83.10 to \$83.37, 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.
 - (5) This is a weighted average price. These shares were sold in multiple transactions on December 6, 2017 at prices ranging from \$83.35 to \$83.51, 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 December 6, 2017 at prices ranging from \$83.27 to \$83.43, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the

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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 December 6, 2017 at prices ranging from \$83.28 to \$83.50, 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 December 6, 2017 at prices ranging from \$83.28 to \$83.32, 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 December 6, 2017 at prices ranging from \$83.12 to \$83.37, 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 December 6, 2017 at prices ranging from \$83.12 to \$83.38, 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.

- (11) This is a weighted average price. These shares were sold in multiple transactions on December 6, 2017 at prices ranging from \$83.09 to \$83.39, 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.

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