

Kimbro Ken
Form 4
May 17, 2012

FORM 4

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

OMB APPROVAL

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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)
05/15/2012

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)
SVP & Chief HR Officer

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)		
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	03/15/2012		J(1)	V	34	A	\$ 0 34,881	D	
Class A Common Stock	05/15/2012		J(2)	V	788	A	\$ 0 12,483	I	Employee Stock Purchase Plan
Class A Common Stock	05/16/2012		J(3)	V	11,994	D	\$ 0 489	I	Employee Stock Purchase Plan

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Class A Common Stock	05/15/2012	M	5,100	A	\$ 12.02	39,981	D
Class A Common Stock	05/15/2012	S	2,800	D	\$ 19.5	37,181	D
Class A Common Stock	05/15/2012	S	1,700	D	\$ 19.51	35,481	D
Class A Common Stock	05/15/2012	S	600	D	\$ 19.52	34,881	D
Class A Common Stock	05/16/2012	J ⁽³⁾ V	11,994	A	\$ 0	46,875	D
Class A Common Stock	05/16/2012	M	11,700	A	\$ 12.02	58,575	D
Class A Common Stock	05/16/2012	S	8,200	D	\$ 19.5	50,375	D
Class A Common Stock	05/16/2012	S	1,800	D	\$ 19.51	48,575	D
Class A Common Stock	05/16/2012	S	700	D	\$ 19.52	47,875	D
Class A Common Stock	05/16/2012	S	300	D	\$ 19.53	47,575	D
Class A Common Stock	05/16/2012	S	400	D	\$ 19.54	47,175	D
Class A Common Stock	05/16/2012	S	300	D	\$ 19.55	46,875	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)

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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)
Non-Qualified Stock Options (right to buy)	\$ 12.02	05/15/2012		M	5,100	11/30/2011 11/30/2019	Class A Common Stock 5
Non-Qualified Stock Options (right to buy)	\$ 12.02	05/16/2012		M	11,700	11/30/2011 11/30/2019	Class A Common Stock 11

Reporting Owners

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

Signatures

Ken Kimbro 05/17/2012

__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 received by the Reporting Person on March 15, 2012, pursuant to a dividend reinvestment feature under Issuer's stock 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.
 - (2) 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.
 - (3) The Reporting Person transferred shares from the Employee Stock Purchase Plan account into the Reporting Person's personal stock account thereby changing the ownership of the stock from Indirect to Direct.

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.