

TYSON FOODS INC

Form 3

January 14, 2008

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated 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 *

Â Smith Donald

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/04/2008

3. Issuer Name **and** Ticker or Trading Symbol
TYSON FOODS INC [(TSN)]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

2210 W. OAKLAWN

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Group VP, Consumer Products

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

SPRINGDALE,Â ARÂ 72762

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

53,955

D

Â

Class A Common Stock

452

I

By Custodian For Child

Class A Common Stock

452

I

By Custodian For Child

Class A Common Stock

30,728

I

By ESPP

Class A Common Stock

4,527

I

By Spouse Trust

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)**

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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)	10/10/2004 ⁽¹⁾	10/10/2012	Class A Common Stock	1,392	\$ 9.64	D	Â
Non-Qualified Stock Option (right to buy)	09/19/2005 ⁽²⁾	09/19/2013	Class A Common Stock	2,784	\$ 13.33	D	Â
Non-Qualified Stock Option (right to buy)	Â ⁽³⁾	09/29/2014	Class A Common Stock	6,000	\$ 15.96	D	Â
Non-Qualified Stock Option (right to buy)	11/16/2007 ⁽⁴⁾	11/16/2015	Class A Common Stock	10,000	\$ 16.35	D	Â
Non-Qualified Stock Option (right to buy)	11/16/2009 ⁽⁵⁾	11/16/2017	Class A Common Stock	40,000	\$ 15.06 ⁽⁵⁾	D	Â
Non-Qualified Stock Option(right to buy)	11/17/2008 ⁽⁶⁾	11/17/2016	Class A Common Stock	20,000	\$ 15.37 ⁽⁶⁾	D	Â
Performance Shares	Â ⁽⁷⁾	Â ⁽⁷⁾	Class A Common Stock	9,445.8438	\$ ⁽⁸⁾	D	Â
Performance Shares	Â ⁽⁹⁾	Â ⁽⁹⁾	Class A Common Stock	8,310.2493	\$ ⁽⁸⁾	D	Â
Performance Shares	Â ⁽¹⁰⁾	Â ⁽¹⁰⁾	Class A Common Stock	21,008.4034	\$ ⁽⁸⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Donald 2210 W. OAKLAWN SPRINGDALE,Â ARÂ 72762	Â	Â	Â Group VP, Consumer Products	Â

Signatures

By: R. Read Hudson, by power of
attorney for

01/14/2008

__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) The Stock Options vested at 40% on 10-10-04 and 20% each year thereafter for the following three years.

(2) This Stock Options vest at 40% on 9-19-05 and 20% each year thereafter for the following three years.

(3) The Stock Options vest at 40% on 09-29-06 and 20% each year thereafter for the following three years.

(4) The Stock Options vest at 40% on 11-16-07 and 20% each year thereafter for the following three years.

(5) The Stock Options vest at 40% on 11-16-09 and 20% each year thereafter for the following three years.

(6) The Stock Options vest at 40% on 11-17-08 and 20% each year thereafter for the following three years.

The award will vest or expire two business days following the Issuer's public announcement of its earnings for the 2009 fiscal year based upon a comparison of the market price of the Issuer's Class A Common Stock to a peer group of publicly traded companies and the achievement by the Issuer of certain goals related to return on invested capital. The number of performance shares that can vest under the awards range from 50% to 150% of a target level, and the number of derivative securities reported herein is at the maximum vesting level of 150%.

(8) Each Performance Share that vests entitles the reporting person to 1 share of Class A Common Stock. The number is the maximum number of shares that can vest under the grant.

The award will vest or expire two business days following the Issuer's public announcement of its earnings for the 2008 fiscal year based upon a comparison of the market price of the Issuer's Class A Common Stock to a peer group of publicly traded companies and the achievement by the Issuer of certain goals related to return on invested capital. The number of performance shares that can vest under the awards range from 50% to 150% of a target level, and the number of derivative securities reported herein is at the maximum vesting level of 150%.

(10) The award will vest or expire two business days following the Issuer's 2010 fiscal year based upon a comparison of the market price of the Issuer's Class A Common Stock to a peer group of publicly traded companies. The number of performance shares that can vest under the awards range from 50% to 150% of a target level, and the number of derivative securities reported herein is at the maximum vesting level of 150%.

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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