TYSON DONALD J

Form 4

February 27, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TYSON DONALD J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

TYSON FOODS INC [TSN]

(Last) (First)

PO BOX 2020, 2210 WEST

OAKLAWN

3. Date of Earliest Transaction

(Month/Day/Year)

02/23/2007

(Check all applicable)

_X__ Director Officer (give title

_X__ 10% Owner _ Other (specify

below)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

SPRINGDALE, AR 72765

(City)	(State)	(Zip) Ta	ble I - Non-I	Derivative S	rivative 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. Securitie or Disposed (Instr. 3, 4 a	d of (I))	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)				
Class A Common Stock	02/23/2007		J(1)(2)	284,220	A	\$ 0	284,220	I	By Tyson Limited Partnership				
Class A Common Stock	02/23/2007		S <u>(1)</u>	284,220	D	\$ 18.56	0	I	By Tyson Limited Partnership				
Class A Common Stock	02/26/2007		J <u>(1)(3)</u>	327,019	A	\$ 0	327,019	I	By Tyson Limited Partnership				
Class A Common	02/26/2007		S <u>(1)</u>	327,019	D	\$ 18.55	0	I	By Tyson Limited				

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Stock								Partnership
Class A Common Stock	02/27/2007	J(1)(4)	5,953	A	\$ 0	5,953	I	By Tyson Limited Partnership
Class A Common Stock	02/27/2007	S(1)	5,953	D	\$ 18.5	0	I	By Tyson Limited Partnership
Class B Common Stock	02/23/2007	J(1)(2)	284,220	D	\$ 0	41,098,396	I	By Tyson Limited Partnership
Class B Common Stock	02/26/2007	J(1)(3)	327,019	D	\$ 0	40,771,377	I	By Tyson Limited Partnership
Class B Common Stock	02/27/2007	J(1)(4)	5,953	D	\$ 0	40,765,424	I	By Tyson Limited Partnership
Class A Common Stock						106,081	I	ESPP

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

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. Transa Code (Instr.		5. annumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(e.g., puts, calls, warrants, options, convertible securities)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

(9-02)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TYSON DONALD J

PO BOX 2020
2210 WEST OAKLAWN

SPRINGDALE, AR 72765

Signatures

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

**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).
- The transaction has also been included in a report on Form 4 filed by the Tyson Limited Partnership (the "Partnership") on the same date as this filing. The Partnership completed the reported transactions and the reporting person, who has approximately 54% combined interest as a general and limited partner in the Partnership, must report his pro rata interest in such transactions on this filing even though the Partnership has also included such transactions as part of its Form 4.
- On February 23, 2007, the Partnership converted 525,200 shares of Class B Common Stock into shares of Class A Common Stock on a one-for-one basis for no cost; accordingly, there was no applicable purchase or sale (284,220 shares represents Mr. Tyson's pro-rata interest).
- On February 26, 2007, the Partnership converted 604,286 shares of Class B Common Stock into shares of Class A Common Stock on a one-for-one basis for no cost; accordingly, there was no applicable purchase or sale (327,019 shares represents Mr. Tyson's pro-rata interest).
- On February 27, 2007, the Partnership converted 11,000 shares of Class B Common Stock into shares of Class A Common Stock on a one-for-one basis for no cost; accordingly, there was no applicable purchase or sale (5,953 shares represents Mr. Tyson's pro-rata interest).

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.

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