

White Noel W  
Form 4  
December 26, 2017

**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 \*  
White Noel W

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)  
12/15/2017

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Grp Pres FM & Intl

(Street)

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

SPRINGDALE, AR 72762

(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	(D)	Price			
Class A Common Stock	12/15/2017		J <sup>(1)</sup>		96,3275	A	\$ 0	12,681,2347	I	Employee Stock Purchase Plan
Class A Common Stock	12/20/2017		J <sup>(2)</sup>		24,575	D	\$ 0	116,582.2577 <sup>(3)</sup>	D	
Class A Common Stock	12/20/2017		J <sup>(2)</sup>		24,575	A	\$ 0	24,575	I	Holding by White Family Foundation

Edgar Filing: White Noel W - Form 4

Class A Common Stock	12/22/2017	S	24,575	D	\$ 80.958 (4)	0	I	Holding by White Family Foundation
-------------------------	------------	---	--------	---	---------------------	---	---	---

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	---

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
White Noel W 2200 W DON TYSON PARKWAY SPRINGDALE, AR 72762			Grp Pres FM & Intl	

## Signatures

/s/ R. Read Hudson by Power of Attorney for Noel W. White 12/26/2017

\_\_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).

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.

## Edgar Filing: White Noel W - Form 4

- (2) The Reporting Person transferred shares from his personal stock account into an account held by the White Family Foundation thereby changing the ownership of the Class A Common Stock from direct to indirect.

Includes 23,907.4752 shares of Class A Common Stock which vest on July 1, 2018 if the performance metrics described in the applicable Stock Incentive Agreement (SIA) are achieved and the Reporting Person is employed by Issuer on the vesting date; 12,831.763 shares of Class A Common Stock which vest on December 1, 2018 if the performance metrics described in the applicable SIA are achieved;

- (3) 11,095.179 shares of Class A Common Stock which vest on November 18, 2019 if the performance metrics described in the applicable SIA are achieved; 2,598.808 shares of Class A Common Stock which vest on February 14, 2020 if the performance metrics described in the applicable SIA are achieved; and 8,657.176 shares of Class A Common Stock which vest on November 13, 2020 if the performance metrics described in the applicable SIA are achieved.

This is a weighted average price. These shares were sold in multiple transactions on December 22, 2017 at prices ranging from \$80.90 to

- (4) \$81.01, 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.