Lochner James V
Form 4
December 17, 2009

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 *
Lochner James V

(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)
12/15/2009

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)
Chief Operating 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	12/15/2009		J(2)	V	37	A	$ 0	94,324	D	
Class A Common Stock	12/16/2009		D(3)		1,991	D	$ 0	92,333	D	
Class A Common Stock	12/16/2009		F(4)		3,562	D	$ 0	88,771	D	
Class A Common	12/16/2009		A(5)		77,136	A	$ 0	165,907	D	

Stock			
Class A Common Stock	17,103	I	Employee Stock Purchase Plan

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)

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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Options (right to buy)	$ 12.64	12/15/2009		M			4,500	(1)	01/31/2010	Class A Common Stock	4,5
Non-Qualified Stock Options (right to buy)	$ 12.6	12/15/2009		M			4,265	(1)	01/31/2010	Class A Common Stock	4,2
Non-Qualified Stock Options (right to buy)	$ 12.58	12/15/2009		M			10,935	(1)	01/31/2010	Class A Common Stock	10,9
Non-Qualified Stock Options (right to buy)	$ 12.59	12/15/2009		M			300	(1)	01/31/2010	Class A Common Stock	30

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lochner James V 2200 DON TYSON PARKWAY SPRINGDALE, AR 72762			Chief Operating Officer	

Signatures

/s/ R. Read Hudson by Power of Attorney for James V. Lochner	12/17/2009
**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) Pursuant to the Agreement and Plan or Merger dated January 1, 2001 by and among Issuer, Lasso Acquisition Corporation ("Lasso"), a wholly owned subsidiary of Issuer, and IBP, inc. ("IBP"), all options granted by IBP and outstanding on September 28, 2001 (the date IBP merged with Lasso) converted into options to buy Isser Class A common stock at a predetermined exchange rate.

(2) Represents 37 shares of the Issuer's restricted Class A Common Stock acquired by the Reporting Person pursuant to a dividend reinvestment feature under the Tyson Foods, Inc. 2000 Stock Incentive Plan since the last statement of changes in Beneficial Ownership was filed by the Reporting Person. Such acqusition is exempt from Section 16 reporting requirements pursuant to Rule 16a-11.

(3) On December 16, 2009, the Issuer entered into a new employment agreement (the "Agreement") with the Reporting Person. In connection with the Agreement, 9,771 previously reported shares of restricted Class A Common Stock vested on December 16, 2009 and 1,991 shares were cancelled.

(4) On December 16, 2009, pursuant to an election previously made by the Reporting Person, 3,562 shares were sold by the Reporting Person to the Issuer to satisfy tax withholding obligations related to the vesting described above in note 3.

(5) Award of restricted Class A Common Stock pursuant to Tyson Foods, Inc. 2000 Stock Incentive Plan to vest on December 16, 2012, pursuant to the Agreement.

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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