

TYSON FOODS INC
Form 3
October 12, 2005

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

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Davidson Wendy P		(Month/Day/Year)	TYSON FOODS INC [(TSN)]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
4773 TRAILS END LANE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
SPRINGDALE, AR 72764			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			Group VP Food Svc	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. 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	75,077 ⁽¹⁾	D	Davidson Wendy P
Class A Common Stock	963	I	By ESPP
Class A Common Stock	87	I	By Spouse
Class A Common Stock	322	I	RSP Stock Match

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Performance Shares	Â (2)	Â (2)	Class A Common Stock	20,775	\$ (3) (4)	D	Â
Non-Qualified Stock Option (right to buy)	Â (5)	10/03/2006	Class A Common Stock	6,000	\$ 17.91	D	Â
Non-Qualified Stock Option (right to buy)	03/29/2003(6)	03/29/2011	Class A Common Stock	3,375	\$ 11.5	D	Â
Non-Qualified Stock Option (right to buy)	10/15/2003(7)	10/15/2011	Class A Common Stock	540	\$ 9.32	D	Â
Non Qualified Stock Option (right to buy)	10/10/2004(8)	10/10/2012	Class A Common Stock	1,872	\$ 9.64	D	Â
Non-Qualified Stock Option (right to buy)	09/19/2005(9)	09/19/2013	Class A Common Stock	2,016	\$ 13.33	D	Â
Non-Qualified Stock Option (right to buy)	10/15/2003(7)	10/15/2011	Class A Common Stock	36	\$ 9.32	I	By Spouse
Non Qualified Stock Option (right to buy)	10/10/2004(8)	10/10/2012	Class A Common Stock	36	\$ 9.64	I	By Spouse
Non-Qualified Stock Option (right to buy)	09/19/2005(9)	09/19/2013	Class A Common Stock	26	\$ 13.33	I	By Spouse

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davidson Wendy P 4773 TRAILS END LANE SPRINGDALE, AR 72764	Â	Â	Â Group VP Food Svc	Â

Signatures

/s/ Davidson,
Wendy P

10/11/2005

__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) Mrs. Davidson directly holds 2,336 shares of common stock and 72,741 shares shares of restricted common stock.

The award vests two business days following the Company's public announcement of its earnings for the second quarter of 2008 fiscal year. One half of the award is based upon a comparison of the market price of Tyson's Class A Common Stock to a peer group of publicly traded companies and the other half by the achievement of the Company of certain cash flow measures.

(3) Each Performance Share that vests entitles holder to 1 share of Class A Common Stock. The number expressed above is the maximum number of shares that can vest under the grant.

The awards were effective October 3, 2005, the date the Company priced and determined to offer the filer their new employment contract and the awards. The award agreements were delivered to the filer on October 10, 2005, the date the filer signed their new employment agreement with the Company.

(5) The Stock Options become exercisable in five equal annual installments commencing three years after the date of grant 10/3/96.

(6) The Stock Options become exercisable in four equal annual installments, commencing two years after the date of grant, 03-29-01.

(7) The stock options vest at 40% on 10-15-03 and 20% each year thereafter for 3 years.

(8) The Stock Options vest at 40% on 10-10-04 and 20% each year thereafter for 3 years.

(9) This Stock Options vest at 40% on 9-19-05 and 20% each year thereafter for three (3) years.

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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