

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>Ramsey Douglas Wayne</b> (Last) (First) (Middle)  <b>2200 W DON TYSON PARKWAY</b> (Street)  <b>SPRINGDALE, AR 72762</b> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>TYSON FOODS, INC. [ TSN ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Group President McDonalds</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>9/16/2019</b>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	9/16/2019		J <sup>(1)</sup>		0.8868	A	\$0	99.7148	I	Employee Stock Purchase Plan
Class A Common Stock	9/16/2019		J <sup>(2)</sup>		230.235	A	\$0	25887.133 <sup>(3)</sup>	D	
Class A Common Stock	11/18/2019		M <sup>(4)</sup>		2755.357	A	\$0	28642.49 <sup>(3)</sup>	D	
Class A Common Stock	11/18/2019		F <sup>(5)</sup>		862	D	\$0	27780.49 <sup>(3)</sup>	D	
Class A Common Stock	11/18/2019		A <sup>(6)</sup>		4250.945	A	\$0	32031.435 <sup>(7)</sup>	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Shares	<sup>(8)</sup>	11/18/2019		M		5142.27		<sup>(8)</sup>	<sup>(8)</sup>	Class A Common Stock	5142.27	\$0	0	D	
Performance Shares	<sup>(9)</sup>	11/18/2019		A		17003.778		<sup>(9)</sup>	<sup>(9)</sup>	Class A Common Stock	17003.778	<sup>(9)</sup>	17003.778	D	
Non-Qualified Stock Options (Right to Buy)	\$89.98	11/18/2019		A <sup>(10)</sup>		22823		11/18/2020	11/18/2029	Class A Common Stock	22823.0	\$0	22823	D	

**Explanation of Responses:**

- (1) 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.
- (2) Represents shares of the Issuer's Class A Common Stock received by the Reporting Person pursuant to the Issuer's dividend reinvestment 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 16a-11.
- (3) Includes 1,354.331 shares of Class A Common Stock which vest on November 28, 2019; 11,134.826 shares of Class A Common Stock which vest on May 12, 2020 if the performance metric described in the applicable Stock Incentive Agreement ("SIA") is achieved; 5,661.674 shares of Class A Common Stock which vest on November 13, 2020 if the performance metric described in the applicable SIA is achieved; and 7,736.302 shares of Class A Common Stock which vest on November 29, 2021 if the performance metric described in the applicable SIA is achieved.
- (4) On November 28, 2016 the Reporting Person received a grant of 5,142.27 performance shares which vested or expired on November 18, 2019 subject to the achievement of performance criteria in the applicable SIA. The performance criteria were (a) a cumulative adjusted earnings before interest and taxes (EBIT) target of \$9,365 million for the 2017-2019 fiscal years and (b) a favorable comparison of the Issuer's Class A total shareholder return relative to the

total shareholder return of a predetermined peer group of publicly traded companies over the 2017-2019 fiscal years. The performance shares could vest at a level of 50%-200% and were previously reported as derivative securities at the 200% level. On November 18, 2019, 2,755.357 shares vested and are reported herein as acquired non-derivatives securities and the remainder of the award expired.

- (5) Pursuant to an election made by the Reporting Person, these shares were sold by the Reporting Person to the Issuer on November 18, 2019, to satisfy tax withholding obligations related to the vesting described in footnote 4.
- (6) Award of Class A Common Stock which vests on November 18, 2022 if the performance metric described in the applicable SIA is achieved. The performance metric is the achievement of a three year (fiscal 2020-2022) cumulative adjusted operating income target as set forth in the SIA. If the performance metric is not achieved, the award expires.
- (7) Includes 1,354.331 shares of Class A Common Stock which vest on November 28, 2019; 11,134.826 shares of Class A Common Stock which vest on May 12, 2020 if the performance metric described in the applicable SIA is achieved; 5,661.674 shares of Class A Common Stock which vest on November 13, 2020 if the performance metric described in the applicable SIA is achieved; 7,736.302 shares of Class A Common Stock which vest on November 29, 2021 if the performance metric described in the applicable SIA is achieved and 4,250.945 shares of Class A Common Stock which vest on November 18, 2022 if the performance Metric described in the applicable SIA is achieved.
- (8) A portion of these performance shares vested as described in footnote 4. The remainder of the award expired.
- (9) Award of performance Class A Common Stock which vests on November 18, 2022 if the performance metrics described in the applicable SIA are achieved. The performance metrics set forth in the SIA are (1) achievement of a three year (fiscal 2020-2022) cumulative operating income target and (2) a favorable comparison of the relative total shareholder return of the Issuer's Class A Common Stock compared to a predetermined peer group of publicly traded companies over a three year (fiscal 2020-2022) period. Subject to the achievement of the performance metrics, the performance shares could vest at a level of 50 to 200 percent and are reported as derivative securities at the 200 percent level. If neither of the performance metrics are achieved, the award expires.
- (10) The stock options vest at 33 1/3 percent on each of the first, second, and third anniversary dates of the grant.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ramsey Douglas Wayne 2200 W DON TYSON PARKWAY SPRINGDALE, AR 72762			Group President McDonalds	

**Signatures**

/s/ Douglas W. Ramsey

11/20/2019

\*\*Signature of Reporting Person

Date

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

\* 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).

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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