

FORM 4

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

OMB APPROVAL
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[] 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 or
Section 30(h) of the Investment Company Act of 1940

| | | | | | | | | |
|---|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person * | | | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| Ramsey Douglas Wayne | | | TYSON FOODS, INC. [TSN] | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Group President McDonnalds | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | |
| 2200 W DON TYSON PARKWAY | | | 3/15/2019 | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | |
| SPRINGDALE, AR 72762 | | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| (City) (State) (Zip) | | | | | | | | |

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 | 3/15/2019 | | J | (1) | 1.2152 | A | \$0 | 98.828 | I | Employee Stock Purchase Plan |
| Class A Common Stock | 3/19/2019 | | J | (2) | 315.511 | A | \$0 | 31771.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | M | | 6966 | A | \$42.26 | 38737.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | S | | 6966 | D | \$81.7873 (4) | 31771.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | M | | 4359 | A | \$50 | 36130.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | S | | 4359 | D | \$81.78 | 31771.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | M | | 3727 | A | \$58.34 | 35498.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | S | | 3727 | D | \$81.777 | 31771.0198 (3) | D | |
| Class A Common Stock | 5/14/2019 | | S | | 6114.1218 | D | \$81.824 | 25656.898 (3) | 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 | | | | |
| Non-Qualified Stock Options (Right to Buy) | \$42.26 | 5/14/2019 | | M | | 6966 | | 11/21/2015 | 11/21/2024 | Class A Common Stock | 6966.0 | \$42.26 | 0 | D | |
| Non-Qualified Stock Options (Right to Buy) | \$50.0 | 5/14/2019 | | M | | 4359 | | 11/30/2016 | 11/30/2025 | Class A Common Stock | 4359.0 | \$50 | 0 | D | |
| Non-Qualified Stock Options (Right to Buy) | \$58.34 | 5/14/2019 | | M | | 3727 | | 11/28/2017 | 11/28/2026 | Class A Common Stock | 3727.0 | \$58.34 | 1862 | D | |

Explanation of Responses:

- 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.
- 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.
- Includes 1,342.2860 shares of Class A Common Stock which vest on November 18, 2019; 11,035.795 shares of Class A Common Stock which vest on May 12, 2020 if the performance goal described in the applicable Stock Incentive Agreement ("SIA") is achieved; 5,611.32 shares of Class A Common Stock

which vest on November 13, 2020 if the performance goal described in the applicable SIA is achieved; and 7,667.497 shares of Class A Common Stock which vest on November 29, 2021 if the performance goal described in the applicable SIA is achieved.

- (4) This is a weighted average price. These shares were sold in multiple transactions on 5/14/19 at prices ranging from \$81.78 to \$81.81, 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.

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 McDonnalds | |

Signatures

/s/ Brett Worlow as Power of Attorney for Douglas W. Ramsey

5/16/2019

—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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