

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

FORM 8-K

**Current Report Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): February 2, 2026

TYSON FOODS, INC.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

001-14704

(Commission File Number)

71-0225165

(I.R.S. Employer Identification No.)

2200 West Don Tyson Parkway,

Springdale, Arkansas

(Address of Principal Executive Offices)

72762-6999

(Zip Code)

(479) 290-4000

(Registrant's telephone number, including area code)

Not applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities Registered Pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Class A Common Stock Par Value \$0.10	TSN	New York Stock Exchange

Class B stock is not publicly listed for trade on any exchange or market system. However, Class B stock is convertible into Class A stock on a share-for-share basis.

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Operations and Financial Condition

On February 2, 2026, Tyson Foods, Inc. issued a press release announcing results of operations for its first quarter ended December 27, 2025. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in the preceding paragraph, as well as Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. It may only be incorporated by reference into another filing under the Exchange Act or the Securities Act of 1933, as amended, if such subsequent filing specifically references this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release, dated February 2, 2026, announcing the results of operations of Tyson Foods, Inc. for its first quarter ended December 27, 2025.
104	Cover Page Interactive Data File formatted in iXBRL.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TYSON FOODS, INC.

Date: February 2, 2026

By: /s/ Curt T. Calaway

Name: Curt T. Calaway

Title: Chief Financial Officer



TYSON FOODS REPORTS FIRST QUARTER 2026 RESULTS
Strong Operational Execution Delivers Market Share Gains and Top Line Growth

Springdale, Arkansas – February 2, 2026 – Tyson Foods, Inc. (NYSE: TSN), one of the world’s largest food companies and a recognized leader in protein with leading brands including *Tyson*, *Jimmy Dean*, *Hillshire Farm*, *Ball Park*, *Wright*, *Aidells*, *ibp* and *State Fair*, reported the following results:

(in millions, except per share data)

	First Quarter	
	2026	2025
Sales	\$ 14,313	\$ 13,623
Operating Income	\$ 302	\$ 580
Adjusted ¹ Operating Income (non-GAAP)	\$ 572	\$ 659
Net Income Per Share Attributable to Tyson	\$ 0.24	\$ 1.01
Adjusted ¹ Net Income Per Share Attributable to Tyson (non-GAAP)	\$ 0.97	\$ 1.14

¹ The Company reports its financial results in accordance with U.S. generally accepted accounting principles (GAAP). As used in this table and throughout this earnings release, adjusted operating income (loss), adjusted net income per share attributable to Tyson (Adjusted EPS), segment operating income (loss), as adjusted, corporate expenses, as adjusted and amortization, as adjusted, are non-GAAP financial measures. Refer to the end of this release for an explanation and reconciliation of these and other non-GAAP financial measures used in this release to comparable GAAP measures.

First Quarter Highlights

- Sales of \$14,313 million, up 5.1% from prior year; Sales up 6.2% excluding impact of \$150 million increase in legal contingency accruals, which was recognized as a reduction to Sales
- GAAP operating income of \$302 million, down 48% from prior year
- Adjusted operating income of \$572 million, down 13% from prior year
- GAAP EPS of \$0.24, down 76% from prior year
- Adjusted EPS of \$0.97, down 15% from prior year
- Total Company GAAP operating margin of 2.1%
- Total Company adjusted operating margin (non-GAAP) of 4.0%
- Liquidity of \$4.5 billion as of December 27, 2025
- Cash provided by operating activities of \$942 million, down \$89 million from prior year
- Free cash flow (non-GAAP) of \$690 million, down \$70 million from prior year
- Reduced total debt \$468 million

"Our first quarter results reflect solid execution across our portfolio," said Donnie King, President & CEO of Tyson Foods. "Prepared Foods delivered top and bottom-line growth while Chicken reported its fifth consecutive quarter of year-over-year volume gains. As protein demand continues to increase, our consistent share gains demonstrate we are well-positioned to capture this momentum. I'm encouraged by the progress we've made and confident we will drive continued improvement across the controllable aspects of our business in fiscal 2026."

SEGMENT RESULTS (in millions)²

Sales <i>(for the first quarter ended December 27, 2025, and December 28, 2024)</i>				
	First Quarter			
	2026	2025	Volume Change	Avg. Price Change³
Beef	\$ 5,771	\$ 5,335	(7.3) %	17.2 %
Pork	1,609	1,617	1.6 %	1.6 %
Chicken	4,212	4,065	3.7 %	(0.1) %
Prepared Foods	2,673	2,473	0.2 %	7.9 %
International	582	584	(0.8) %	0.5 %
Intersegment Sales	(534)	(451)	n/a	n/a
Total	\$ 14,313	\$ 13,623	(0.3) %	6.5 %

Segment Operating Income (Loss), As Reported <i>(for the first quarter ended December 27, 2025, and December 28, 2024)</i>				
	First Quarter			
	2026	2025	Operating Margin	
			2026	2025
Beef	\$ (319)	\$ (26)	(5.5) %	(0.5) %
Pork	50	73	3.1 %	4.5 %
Chicken	450	460	10.7 %	11.3 %
Prepared Foods	322	297	12.0 %	12.0 %
International	41	41	7.0 %	7.0 %
Total Segment Operating Income, As Reported	\$ 544	\$ 845	3.8 %	6.2 %
Corporate Expenses	\$ (188)	\$ (201)	n/a	n/a
Amortization	(54)	(64)	n/a	n/a
Operating Income	\$ 302	\$ 580	2.1 %	4.3 %

ADJUSTED SEGMENT RESULTS (in millions)²

Segment Operating Income (Loss), As Adjusted (Non-GAAP)¹ <i>(for the first quarter ended December 27, 2025, and December 28, 2024)</i>				
	First Quarter			
	2026	2025	Adjusted Operating Margin (Non-GAAP)	
			2026³	2025
Beef	\$ (143)	\$ 6	(2.4) %	0.1 %
Pork	111	73	6.7 %	4.5 %
Chicken	459	471	10.9 %	11.6 %
Prepared Foods	338	322	12.6 %	13.0 %
International	46	46	7.9 %	7.9 %
Total Segment Operating Income, As Adjusted	\$ 811	\$ 918	5.6 %	6.7 %
Corporate Expenses, As Adjusted (Non-GAAP)¹	\$ (185)	\$ (201)	n/a	n/a
Amortization, As Adjusted (Non-GAAP)¹	(54)	(58)	n/a	n/a
Adjusted Operating Income (Non-GAAP)¹	\$ 572	\$ 659	4.0 %	4.8 %

² Commencing in the first quarter of fiscal 2026, the Company no longer allocates corporate expenses and amortization to segments as these items are no longer used in assessing the performance of, or in allocating resources to, the segments. Accordingly, the Company changed its segment reporting to separately disclose corporate expenses and amortization from its reportable segments and identified International as a reportable segment. All prior period amounts have been recast to reflect the new presentation of segment operating income (loss).

³ Average Price Change and Adjusted Operating Margin (Non-GAAP) for the Beef and Pork segments and Total Company for the three months ended December 27, 2025 exclude the impact of \$90 million, \$60 million and \$150 million, respectively, of legal contingency accruals recognized as reductions to Sales.

OUTLOOK

For fiscal 2026, the United States Department of Agriculture (USDA) indicates domestic protein production (beef, pork, chicken and turkey) will increase approximately 1% compared to fiscal 2025 levels. The following is a summary of the updated outlook for each of our segments, as well as an outlook for corporate expenses and amortization, revenue, capital expenditures, net interest expense, liquidity, free cash flow and tax rate for fiscal 2026. As our accounting cycle results in a 53-week year in fiscal 2026 as compared to a 52-week year in fiscal 2025, the fiscal 2026 outlook is based on a comparable 52-week year. Certain of the outlook numbers include adjusted operating income (loss) and segment operating income (loss), as adjusted which are non-GAAP metrics. The Company is not able to reconcile its full-year fiscal 2026 projected adjusted results to its fiscal 2026 projected GAAP results because certain information necessary to calculate such measures on a GAAP basis is unavailable or dependent on the timing of future events outside of our control. Therefore, because of the uncertainty and variability of the nature of and the amount of any potential applicable future adjustments, which could be significant, the Company is unable to provide a reconciliation for these forward-looking non-GAAP measures without unreasonable effort. Adjusted operating income (loss) and segment operating income (loss), as adjusted should not be considered substitutes for operating income (loss) or any other measures of financial performance reported in accordance with GAAP. Investors should rely primarily on the Company's GAAP results and use non-GAAP financial measures only supplementally in making investment decisions.

Beef

USDA projects domestic production will decrease approximately 2% in fiscal 2026 as compared to fiscal 2025. We anticipate segment operating loss, as adjusted, of \$(500) million to \$(250) million in fiscal 2026.

Pork

USDA projects domestic production will increase approximately 2% in fiscal 2026 as compared to fiscal 2025. We anticipate segment operating income, as adjusted, of \$250 million to \$300 million in fiscal 2026.

Chicken

USDA projects chicken production will increase approximately 1% in fiscal 2026 as compared to fiscal 2025. We anticipate segment operating income, as adjusted, of \$1.65 billion to \$1.90 billion in fiscal 2026.

Prepared Foods

We anticipate segment operating income, as adjusted, of \$1.25 billion to \$1.35 billion in fiscal 2026.

International

We anticipate segment operating income, as adjusted, of \$150 million to \$200 million in fiscal 2026.

Corporate Expenses and Amortization

We anticipate corporate expenses and amortization, as adjusted, of \$950 million to \$975 million in fiscal 2026.

Total Company

We anticipate total company adjusted operating income of \$2.1 billion to \$2.3 billion for fiscal 2026.

Revenue

We expect sales to be up 2% to 4% in fiscal 2026 as compared to fiscal 2025.

Capital Expenditures

We expect capital expenditures of \$0.7 billion to \$1.0 billion in fiscal 2026. Capital expenditures include investments in profit improvement projects as well as projects for maintenance and repair.

Net Interest Expense

We expect net interest expense to approximate \$370 million in fiscal 2026.

Liquidity

We expect total liquidity, which was \$4.5 billion as of December 27, 2025, to remain above our minimum liquidity target of \$1.0 billion.

Free Cash Flow

We expect free cash flow to be between \$1.1 billion and \$1.7 billion for fiscal 2026.

Tax Rate

We currently expect our adjusted effective tax rate to approximate 25% in fiscal 2026.

TYSON FOODS, INC.
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(In millions, except per share data)
(Unaudited)

	Three Months Ended	
	December 27, 2025	December 28, 2024
Sales	\$ 14,313	\$ 13,623
Cost of Sales	13,505	12,528
Gross Profit	808	1,095
Selling, General and Administrative	506	515
Operating Income	302	580
Other (Income) Expense:		
Interest income	(13)	(25)
Interest expense	104	120
Other, net	84	7
Total Other (Income) Expense	175	102
Income before Income Taxes	127	478
Income Tax Expense	37	112
Net Income	90	366
Less: Net Income Attributable to Noncontrolling Interests	5	7
Net Income Attributable to Tyson	\$ 85	\$ 359
Net Income Per Share Attributable to Tyson:		
Class A Basic	\$ 0.25	\$ 1.03
Class B Basic	\$ 0.22	\$ 0.93
Diluted	\$ 0.24	\$ 1.01
Dividends Declared Per Share:		
Class A	\$ 0.520	\$ 0.510
Class B	\$ 0.468	\$ 0.459
Sales Growth	5.1 %	
Margins: (Percent of Sales)		
Gross Profit	5.6 %	8.0 %
Operating Income	2.1 %	4.3 %
Net Income Attributable to Tyson	0.6 %	2.6 %
Effective Tax Rate	29.7 %	23.5 %

TYSON FOODS, INC.
CONSOLIDATED CONDENSED BALANCE SHEETS
(In millions)
(Unaudited)

	<u>December 27, 2025</u>	<u>September 27, 2025</u>
Assets		
Current Assets:		
Cash and cash equivalents	\$ 1,278	\$ 1,229
Accounts receivable, net	2,429	2,524
Inventories	5,406	5,681
Other current assets	399	482
Total Current Assets	<u>9,512</u>	<u>9,916</u>
Net Property, Plant and Equipment	9,064	9,204
Goodwill	9,474	9,469
Intangible Assets, net	5,577	5,624
Other Assets	2,392	2,445
Total Assets	<u>\$ 36,019</u>	<u>\$ 36,658</u>
Liabilities and Shareholders' Equity		
Current Liabilities:		
Current debt	\$ 909	\$ 909
Accounts payable	2,723	2,601
Other current liabilities	2,571	2,879
Total Current Liabilities	<u>6,203</u>	<u>6,389</u>
Long-Term Debt	7,453	7,921
Deferred Income Taxes	2,205	2,195
Other Liabilities	1,995	1,926
Total Tyson Shareholders' Equity	18,023	18,085
Noncontrolling Interests	140	142
Total Shareholders' Equity	<u>18,163</u>	<u>18,227</u>
Total Liabilities and Shareholders' Equity	<u>\$ 36,019</u>	<u>\$ 36,658</u>

TYSON FOODS, INC.
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(In millions)
(Unaudited)

	Three Months Ended	
	December 27, 2025	December 28, 2024
Cash Flows From Operating Activities:		
Net income	\$ 90	\$ 366
Depreciation and amortization	376	348
Deferred income taxes	—	(2)
Other, net	163	78
Net changes in operating assets and liabilities	313	241
Cash Provided by Operating Activities	942	1,031
Cash Flows From Investing Activities:		
Additions to property, plant and equipment	(252)	(271)
Purchases of marketable securities	(21)	(15)
Proceeds from sale of marketable securities	20	16
Proceeds from sale of storage facilities	42	—
Other, net	28	37
Cash Used for Investing Activities	(183)	(233)
Cash Flows From Financing Activities:		
Proceeds from issuance of debt	23	22
Payments on debt	(509)	(42)
Purchases of Tyson Class A common stock	(47)	(15)
Dividends	(177)	(175)
Stock options exercised	6	15
Other, net	(14)	—
Cash Used for Financing Activities	(718)	(195)
Effect of Exchange Rate Changes on Cash	8	(28)
Increase in Cash and Cash Equivalents and Restricted Cash	49	575
Cash and Cash Equivalents and Restricted Cash at Beginning of Year	1,229	1,717
Cash and Cash Equivalents and Restricted Cash at End of Period	1,278	2,292
Less: Restricted Cash at End of Period	—	—
Cash and Cash Equivalents at End of Period	\$ 1,278	\$ 2,292

Non-GAAP Financial Measures

Adjusted Operating Income (Loss), Adjusted Income before Income Taxes, Adjusted Income Tax Expense, Adjusted Net Income Attributable to Tyson and Adjusted EPS, EBITDA, Adjusted EBITDA, net debt to EBITDA, net debt to Adjusted EBITDA, Segment Operating Income (Loss), As Adjusted, Corporate Expenses, As Adjusted, Amortization, As Adjusted, and Free Cash Flow are presented as supplemental financial measures in the evaluation of our business that are not required by, or presented in accordance with GAAP. The non-GAAP financial measures are tools intended to assist our management and investors in comparing our performance on a consistent basis for purposes of business decision-making by removing the impact of certain items that management believes do not directly reflect our core operations on an ongoing basis. These non-GAAP measures should not be a substitute for their comparable GAAP financial measures. Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions. We believe the presentation of these non-GAAP financial measures helps management and investors to assess our operating performance from period to period, including our ability to generate earnings sufficient to service our debt, enhances understanding of our financial performance and highlights operational trends. These measures are widely used by investors and rating agencies in the valuation, comparison, rating and investment recommendations of companies. Our calculation of non-GAAP measures may not be comparable to similarly titled measures reported by other companies and other companies may not define these non-GAAP financial measures in the same way, which may limit their usefulness of comparative measures.

Definitions

EBITDA is defined as net income before interest, income taxes, depreciation and amortization. Net debt to EBITDA (Adjusted EBITDA) represents the ratio of our debt, net of cash, cash equivalents and short-term investments, to EBITDA (and to Adjusted EBITDA). EBITDA, Adjusted EBITDA, net debt to EBITDA and net debt to Adjusted EBITDA are presented as supplemental financial measurements in the evaluation of our business.

Adjusted EBITDA, Adjusted Operating Income (Loss), Adjusted Income before Income Taxes, Adjusted Income Tax Expense, Adjusted Net Income Attributable to Tyson and Adjusted EPS are defined as EBITDA, Operating Income (Loss), Income before Income Taxes, Income Tax Expense, Net Income Attributable to Tyson and diluted earnings per share, respectively, excluding the impacts of any items that management believes do not directly reflect our core operations on an ongoing basis.

Segment Operating Income (Loss) is defined as Operating Income (Loss) less corporate expenses and amortization. Corporate expenses are unallocated general and administrative costs, including the costs of corporate functions, that are shared across multiple segments. Amortization includes amortization generated from intangible assets including brands and trademarks, customer relationships, supply arrangements, patents and intellectual property, land use rights and software.

Segment Operating Income (Loss), As Adjusted is defined as Segment Operating Income (Loss) less the impact of items affecting comparability, which in management's judgment, affect the year-to-year assessment of operating results. Items affecting comparability include restructuring and related charges (including network optimization), plant closure and disposal charges (net of gains), goodwill and intangible impairments, brand and product line discontinuations, facility fire related costs (net of insurance proceeds), and certain non-ordinary course legal, regulatory and other matters.

Corporate Expenses, As Adjusted is defined as Corporate Expenses less the impact of items affecting comparability, which in management's judgment, affect the year-to-year assessment of operating results. Items affecting comparability include restructuring and related charges (including network optimization), corporate asset disposal charges (net of gains) and certain non-ordinary course legal, regulatory and other matters.

Amortization, As Adjusted is defined as Amortization less the impact of items affecting comparability, which in management's judgment, affect the year-to-year assessment of operating results. Items affecting comparability include accelerated amortization related to the discontinuance of intangible assets.

Free Cash Flow is defined as Cash Provided by Operating Activities minus payments for Property, Plant and Equipment.

TYSON FOODS, INC.
GAAP Results to Non-GAAP Results Reconciliations
(In millions, except per share data)
(Unaudited)

Results for the first quarter ended December 27, 2025										
	Sales	Cost of Sales	Selling, General and Administrative	Operating Income	Other (Income) Expense	Income before Income Taxes	Income Tax Expense	Net Income Attributable to Tyson	EPS Impact	
GAAP Results				\$ 302		\$ 127	\$ 37	\$ 85	\$	0.24
Restructuring and related charges ⁸	—	105	10	115	2	117	29	88		0.25
Legal contingency accruals ⁹	150	5	—	155	—	155	37	118		0.33
Impairment of equity investments	—	—	—	—	73	73	19	54		0.15
Adjusted Non-GAAP Results				\$ 572		\$ 472	\$ 122	\$ 345	\$	0.97

Results for the first quarter ended December 28, 2024										
	Sales	Cost of Sales	Selling, General and Administrative	Operating Income	Other (Income) Expense	Income before Income Taxes	Income Tax Expense	Net Income Attributable to Tyson	EPS Impact	
GAAP Results				\$ 580		\$ 478	\$ 112	\$ 359	\$	1.01
Facility fire related costs (insurance proceeds) ⁷	—	—	—	—	(7)	(7)	7	(14)		(0.04)
Brand and product line discontinuations	—	—	6	6	—	6	2	4		0.01
Restructuring and related charges ⁸	—	71	2	73	—	73	17	56		0.16
Adjusted Non-GAAP Results				\$ 659		\$ 550	\$ 138	\$ 405	\$	1.14

TYSON FOODS, INC.
Segment Operating Income (Loss), As Adjusted and Adjusted Operating Income (Loss) Non-GAAP Reconciliations
(In millions)
(Unaudited)

Results for the first quarter ended December 27, 2025									
<i>(Unaudited)</i>									
	Segment Operating Income (Loss)						Operating Income (Loss)		
	Beef	Pork	Chicken	Prepared Foods	Inter-national	Total	Corporate Expenses	Amortiza-tion	Total
As Reported	\$ (319)	\$ 50	\$ 450	\$ 322	\$ 41	\$ 544	\$ (188)	\$ (54)	\$ 302
Add: Restructuring and related charges ⁸	86	1	9	16	—	112	3	—	115
Add: Legal contingency accruals ⁹	90	60	—	—	5	155	—	—	155
As Adjusted	\$ (143)	\$ 111	\$ 459	\$ 338	\$ 46	\$ 811	\$ (185)	\$ (54)	\$ 572

Results for the first quarter ended December 28, 2024									
<i>(Unaudited)</i>									
	Segment Operating Income (Loss)						Operating Income (Loss)		
	Beef	Pork	Chicken	Prepared Foods	Inter-national	Total	Corporate Expenses	Amortiza-tion	Total
As Reported	\$ (26)	\$ 73	\$ 460	\$ 297	\$ 41	\$ 845	\$ (201)	\$ (64)	\$ 580
Add: Brand and product line discontinuations	—	—	—	—	—	—	—	6	6
Add: Restructuring and related charges ⁸	32	—	11	25	5	73	—	—	73
As Adjusted	\$ 6	\$ 73	\$ 471	\$ 322	\$ 46	\$ 918	\$ (201)	\$ (58)	\$ 659

TYSON FOODS, INC.
EBITDA and Adjusted EBITDA Non-GAAP Reconciliations
(In millions)
(Unaudited)

	Three Months Ended		Fiscal Year Ended	Twelve Months Ended
	December 27, 2025	December 28, 2024	September 27, 2025	December 27, 2025
Net income	\$ 90	\$ 366	\$ 507	\$ 231
Less: Interest income	(13)	(25)	(73)	(61)
Add: Interest expense	104	120	449	433
Add: Income tax expense	37	112	262	187
Add: Depreciation	319	281	1,093	1,131
Add: Amortization ⁶	54	64	257	247
EBITDA	\$ 591	\$ 918	\$ 2,495	\$ 2,168
Adjustments to EBITDA:				
Less: Facility fire related costs (insurance proceeds) ⁷	\$ —	\$ (7)	\$ (36)	\$ (29)
Add: Brand and product line discontinuations	—	6	23	17
Add: Restructuring and related charges ⁸	117	73	45	89
Add: Legal contingency accruals ⁹	155	—	738	893
Add: Plant closure and disposal charges	—	—	17	17
Add: Goodwill and intangible impairments	—	—	343	343
Add: Product recall	—	—	41	41
Add: Impairment of equity investments	73	—	28	101
Less: Depreciation and amortization included in EBITDA adjustments ¹⁰	(57)	(29)	(62)	(90)
Total Adjusted EBITDA	\$ 879	\$ 961	\$ 3,632	\$ 3,550
Total gross debt			\$ 8,830	\$ 8,362
Less: Cash and cash equivalents			(1,229)	(1,278)
Less: Short-term investments			—	—
Total net debt			\$ 7,601	\$ 7,084
Ratio Calculations:				
Gross debt/EBITDA			3.5x	3.9x
Net debt/EBITDA			3.0x	3.3x
Gross debt/Adjusted EBITDA			2.4x	2.4x
Net debt/Adjusted EBITDA			2.1x	2.0x

⁶ Excludes the amortization of debt issuance and debt discount expense of \$3 million for the three months ended December 27, 2025 and December 28, 2024 and \$11 million for the fiscal year ended September 27, 2025 and the twelve months ended December 27, 2025 as it is included in interest expense.

⁷ Relates to a fire at a Chicken production facility in the fourth quarter of fiscal 2021 and a fire at our production facility in the Netherlands in the first quarter of fiscal 2024 that we subsequently decided to sell.

⁸ Includes the Network Optimization Plan that commenced in fiscal 2025.

⁹ Includes charges of \$5 million, \$40 million and \$45 million related to the 2015 sale of our Mexico operation for the three months ended December 27, 2025, the fiscal year ended September 27, 2025 and the twelve months ended December 27, 2025, respectively.

¹⁰ Removal of accelerated depreciation of \$57 million, \$23 million, \$39 million and \$73 million related to restructuring and related charges for the three months ended December 27, 2025, the three months ended December 28, 2024, the fiscal year ended September 27, 2025 and the twelve months ended December 27, 2025, respectively, as they are already included in depreciation expense. Removal of accelerated amortization of \$6 million, \$23 million and \$17 million related to brand discontinuation for the three months ended December 28, 2024, the fiscal year ended September 27, 2025 and the twelve months ended December 27, 2025, respectively, as they are already included in amortization expense.

TYSON FOODS, INC.
Free Cash Flow Non-GAAP Reconciliation
(In millions)
(Unaudited)

	Three Months Ended	
	December 27, 2025	December 28, 2024
Cash Provided by Operating Activities	\$ 942	\$ 1,031
Additions to property, plant and equipment	(252)	(271)
Free cash flow	<u>\$ 690</u>	<u>\$ 760</u>

About Tyson Foods, Inc.

Tyson Foods, Inc. (NYSE: TSN) is a world-class food company and recognized leader in protein. Founded in 1935 by John W. Tyson, it has grown under four generations of family leadership. The Company is unified by this purpose: Tyson Foods. We Feed the World Like Family™ and has a broad portfolio of iconic products and brands including Tyson®, Jimmy Dean®, Hillshire Farm®, Ball Park®, Wright®, State Fair®, Aidells® and ibp®. Tyson Foods is dedicated to bringing high-quality food to every table in the world, safely, sustainably, and affordably, now and for future generations. Headquartered in Springdale, Arkansas, the company had approximately 133,000 team members on September 27, 2025. Visit www.tysonfoods.com.

Conference Call Information and Other Selected Data

A conference call to discuss the Company's financial results will be held at 9 a.m. Eastern Monday, February 2, 2026. A link for the webcast of the conference call is available on the Tyson Investor Relations website at <https://ir.tyson.com>. The webcast also can be accessed by the following direct link: <https://events.q4inc.com/attendee/928734779>. For those who cannot participate at the scheduled time, a replay of the live webcast and the accompanying slides will be available at <https://ir.tyson.com>. A telephone replay will also be available until March 2, 2026, toll free at 1-855-669-9658, international toll 1-412-317-0088 or Canada toll free 1-855-669-9658. The replay access code is 1861503. Financial information, such as this news release, as well as other supplemental data, can be accessed from the Company's web site at <https://ir.tyson.com>.

Forward-Looking Statements

Certain information in this release constitutes forward-looking statements as contemplated by the Private Securities Litigation Reform Act of 1995. Such forward-looking statements include, but are not limited to, current views and estimates of our outlook for fiscal 2026, other future economic circumstances, industry conditions in domestic and international markets, our performance and financial results (e.g., debt levels, return on invested capital, value-added product growth, capital expenditures, tax rates, access to foreign markets and dividend policy). These forward-looking statements are subject to a number of factors and uncertainties that could cause our actual results and experiences to differ materially from anticipated results and expectations expressed in such forward-looking statements. We wish to caution readers not to place undue reliance on any forward-looking statements, which are expressly qualified in their entirety by this cautionary statement and speak only as of the date made. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise. Among the factors that may cause actual results and experiences to differ from anticipated results and expectations expressed in such forward-looking statements are the following: (i) the effectiveness of financial excellence programs or operational optimization plans; (ii) access to, and inputs from, foreign markets together with foreign economic conditions, including currency fluctuations, import/export restrictions and foreign politics; (iii) global pandemics have had, and may in the future have, an adverse impact on our business and operations; (iv) cyber attacks, other cyber incidents, security breaches or other disruptions of our information technology systems; (v) risks associated with our failure to consummate favorable acquisition transactions or integrate certain acquisitions' operations; (vi) the Tyson Limited Partnership's ability to exercise significant control over the Company; (vii) fluctuations in the cost and availability of inputs and raw materials, such as live cattle, live swine, feed grains (including corn and soybean meal) and energy; (viii) market conditions for finished products, including competition from other global and domestic food processors, supply and pricing of competing products and alternative proteins and demand for alternative proteins; (ix) outbreak of a livestock disease (such as African swine fever (ASF), avian influenza (AI), New World screwworm or bovine spongiform encephalopathy (BSE)), which could have an adverse effect on livestock we own, the availability of livestock we purchase, consumer perception of certain protein products or our ability to conduct our operations; (x) changes in consumer preference and diets and our ability to identify and react to consumer trends; (xi) effectiveness of advertising and marketing programs; (xii) significant marketing plan changes by large customers or loss of one or more large customers; (xiii) our ability to leverage brand value propositions; (xiv) changes in availability and relative costs of labor and contract farmers and our ability to maintain good relationships with team members, labor unions, contract farmers and independent producers providing us livestock; (xv) issues related to food safety, including costs resulting from product recalls, regulatory compliance and any related claims or litigation; (xvi) compliance with and changes to regulations and laws (both domestic and foreign), including changes in accounting standards, tax laws, environmental laws, agricultural laws and occupational, health and safety laws; (xvii) the effect of climate change and any legal or regulatory response thereto; (xviii) adverse results from litigation; (xix) risks associated with leverage, including cost increases due to rising interest rates or changes in debt ratings or outlook; (xx) impairment in the carrying value of our goodwill or indefinite life intangible assets; (xxi) our participation in a multiemployer pension plan; (xxii) volatility in capital markets or interest rates; (xxiii) risks associated with our commodity purchasing activities; (xxiv) the effect of, or changes in, general economic conditions; (xxv) impacts on our operations caused by factors and forces beyond our control, such as natural disasters, fire, bioterrorism, pandemics, armed conflicts or extreme weather; (xxvi) failure to maximize or assert our intellectual property rights; (xxvii) effects related to changes in tax rates, valuation of deferred tax assets and liabilities, or tax laws and their interpretation; and (xxviii) the other risks and uncertainties detailed from time to time in our filings with the Securities and Exchange Commission, including those included under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our most recent Annual Report on Form 10-K and Quarterly reports on Form 10-Q.

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