

TYSON FOODS INC  
Form FWP  
August 21, 2017

**Filed pursuant to Rule 433**

**Dated August 21, 2017**

**Issuer Free Writing Prospectus supplementing the**

**Preliminary Prospectus Supplement**

**dated August 21, 2017 and the**

**Prospectus dated May 8, 2017**

**Registration No. 333-217775**

**Tyson Foods, Inc.**

**Final Term Sheet**

**\$400,000,000 Floating Rate Senior Notes due 2020**

|                                  |  |
|----------------------------------|--|
| Issuer:                          | Tyson Foods, Inc.  |
| Ratings (Moody s/S&P/Fitch):     | Baa2/BBB/BBB*  |
| Format:                          | SEC Registered   |
| Ranking:                         | Floating Rate Senior Unsecured   |
| Size:                            | \$400,000,000  |
| Trade Date:                      | August 21, 2017  |
| Settlement Date:                 | August 23, 2017 (T + 2)  |
| Final Maturity:                  | August 21, 2020  |
| Interest Payment Dates:          | Quarterly, on February 21, May 21, August 21 and November 21   |
| First Interest Payment Date:     | November 21, 2017  |
| Interest Rate:                   | 3-month U.S. dollar LIBOR plus 45 basis points. The interest rate for the floating rate notes due 2020 will be reset quarterly on each interest determination date |
| Public Offering Price:           | 100%   |
| Day Count:                       | Actual/360   |
| Optional Redemption:             | The floating rate notes due 2020 will not be redeemable at the option of the Company prior to maturity   |
| Minimum Denominations/Multiples: | Denominations of \$2,000 and in integral multiples of \$1,000 in excess thereof  |
| Joint Bookrunning Managers:      | Merrill Lynch, Pierce Fenner & Smith   |

Incorporated  
Morgan Stanley & Co. LLC  
RBC Capital Markets, LLC

J.P. Morgan Securities LLC

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Senior Co-managers:  
Barclays Capital Inc.  
Goldman Sachs & Co. LLC

Mizuho Securities USA LLC

Co-managers:  
Rabo Securities USA, Inc.  
Credit Agricole Securities (USA) Inc.

MUFG Securities Americas Inc.

U.S. Bancorp Investments, Inc.

Wells Fargo Securities, LLC

CUSIP: 902494 BE2  
 ISIN: US902494BE29  
 Calculation Agent: Bank of New York Mellon Trust Company, N.A.  
 Exchange Listing: None  
**\$500,000,000 2.250% Senior Notes due 2021**

Issuer: Tyson Foods, Inc.  
 Ratings (Moody s/S&P/Fitch): Baa2/BBB/BBB\*  
 Format: SEC Registered  
 Ranking: Senior Unsecured  
 Size: \$500,000,000  
 Trade Date: August 21, 2017  
 Settlement Date: August 23, 2017 (T + 2)  
 Final Maturity: August 23, 2021  
 Interest Payment Dates: Semi-annually on February 23 and August 23  
 First Interest Payment Date: February 23, 2018  
 Pricing Benchmark: 1.500% due August 15, 2020  
 UST Spot (Price/Yield): 100-04 <sup>3</sup>/<sub>4</sub> / 1.449%  
 Spread to Benchmark: T+85 bps  
 Yield to Maturity: 2.299%  
 Coupon: 2.250%  
 Public Offering Price: 99.814%  
 Day Count: 30/360  
 Make Whole Call: T + 15 bps  
 Par call: On or after 1 month prior to the maturity date  
 Minimum Denominations/Multiples: Denominations of \$2,000 and in integral multiples of \$1,000 in excess thereof  
 Joint Bookrunning Managers: Merrill Lynch, Pierce Fenner & Smith

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Senior Co-managers: Barclays Capital Inc.  
 Goldman Sachs & Co. LLC

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Co-managers: Rabo Securities USA, Inc.  
 Credit Agricole Securities (USA) Inc.

MUFG Securities Americas Inc.

U.S. Bancorp Investments, Inc.

CUSIP: Wells Fargo Securities, LLC  
 902494 BF9

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ISIN: US902494BF93  
Exchange Listing: None

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The issuer has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission (the SEC ) for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Merrill Lynch, Pierce, Fenner & Smith Incorporated, toll-free at 1-800-294-1322, Morgan Stanley & Co. LLC toll-free at 1-866-718-1649 or RBC Capital Markets, LLC toll-free at 1-866-375-6829.

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