



Tyson

CAGNY

February 23, 2022

Forward-Looking Statements

Certain information in this presentation 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 2022, 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 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 COVID-19 global pandemic and associated responses thereto have had an adverse impact on our business and operations, and the extent that the COVID-19 pandemic continues to impact us will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the speed and effectiveness of vaccine and treatment developments and their deployment, and public adoption rates of COVID-19 vaccines and their effectiveness against emerging variants of COVID-19, including the Delta and Omicron variants; (ii) our ability to make effective acquisitions or joint ventures and successfully integrate newly acquired businesses into existing operations; (iii) the effectiveness of our financial fitness program; (iv) the implementation of an enterprise resource planning system; (v) access to foreign markets together with foreign economic conditions, including currency fluctuations, import/export restrictions and foreign politics; (vi) cyber incidents, security breaches or other disruptions of our information technology systems; (vii) risks associated with our failure to consummate favorable acquisition transactions or integrate certain acquisitions' operations; (viii) the Tyson Limited Partnership's ability to exercise significant control over the Company; (ix) 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; (x) 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; (xi) outbreak of a livestock disease (such as African swine fever (ASF), avian influenza (AI) 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 access certain domestic and foreign markets; (xii) changes in consumer preference and diets and our ability to identify and react to consumer trends; (xiii) effectiveness of advertising and marketing programs; (xiv) significant marketing plan changes by large customers or loss of one or more large customers; (xv) our ability to leverage brand value propositions; (xvi) 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; (xvii) issues related to food safety, including costs resulting from product recalls, regulatory compliance and any related claims or litigation; (xviii) 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; (xix) adverse results from litigation; (xx) risks associated with leverage, including cost increases due to rising interest rates or changes in debt ratings or outlook; (xxi) impairment in the carrying value of our goodwill or indefinite life intangible assets; (xxii) our participation in multiemployer pension plans; (xxiii) volatility in capital markets or interest rates; (xxiv) risks associated with our commodity purchasing activities; (xxv) the effect of, or changes in, general economic conditions; (xxvi) impacts on our operations caused by factors and forces beyond our control, such as natural disasters, fire, bioterrorism, pandemics or extreme weather; (xxvii) failure to maximize or assert our intellectual property rights; (xxviii) effects related to changes in tax rates, valuation of deferred tax assets and liabilities, or tax laws and their interpretation; (xxix) the effectiveness of our internal control over financial reporting, including identification of additional material weaknesses; and (xxx) the other risks and uncertainties detailed from time to time in our filings with the Securities and Exchange Commission.



Donnie King

President &
Chief Executive Officer

Tyson Foods: outpacing a growing, global protein market

- 1 Recognized leader in an attractive, dynamic market
- 2 Diversified not only across proteins, but also across mix
- 3 Expanding, innovating, and investing in fast growth markets including Asia
- 4 Initiatives underway to meaningfully expand our operating margins
- 5 An exceptionally strong balance sheet that gives us optionality



Global protein consumption is expected to grow over the next decade

+1%

2020 to 2030
CAGR

Population growth

Continued population growth in the United States

World population expected to expand by over 750 million people in the decade

Source: OECD-FAO Agricultural Outlook 2021 - 2030

+2.5%

2020 to 2030
CAGR

Gross domestic product (United States)

Elevated GDP growth of 3.5% forecast for 2022

GDP growth expected to normalize post-2022

Source: USDA, World Agricultural Outlook Board, October 2021 Forecast

+95_B

Increase in pounds consumed from 2020 to 2030

World protein consumption

Consumption of beef, pork, and poultry all expected to grow over the decade

Pork expected to experience the highest growth rate

Source: OECD-FAO Agricultural Outlook 2021 - 2030

+6.4_B

Increase in pounds consumed from 2020 to 2030

U.S. animal protein consumption (Pounds)

U.S. beef, pork, and poultry consumption are all expected to grow during the decade

Source: USDA, World Agricultural Outlook Board, October 2021 Forecast

+5%

2020 to 2030
CAGR

Alternative protein

Accelerating demand for plant-based protein expected to continue

Source: 2030 Euromonitor Retail Market Size Projection

92%

2020 to 2030 share of world growth outside of North America

Expanding international opportunity


Driven by consumption growth in Asia and Latin America

Asia expected to represent 64% of the world protein consumption growth

Source: OECD-FAO Agricultural Outlook 2021 - 2030



Tyson Foods is a leading protein company with diverse capabilities, meaningful scale, and respected brands

<p>\$47.0B 2021 Sales</p>	<p>\$4.3B 2021 Adj Operating Income¹</p>	<p>~137,000 Team Members</p>
<p>11,000+ Independent Farms Supply Us With Cattle, Hogs, & Chickens</p>	<p>140 Countries Where Products Are Sold</p>	<p>20% of the Beef, Pork, & Chicken Produced in the United States</p>
<p>Prepared Foods</p>  <p>73M Pounds Capacity²</p>	<p>Chicken</p>  <p>47M Head Capacity²</p>	
<p>Beef</p>  <p>155k Head Capacity²</p>	<p>Pork</p>  <p>469k Head Capacity²</p>	

ICONIC







ESTABLISHED





EMERGING





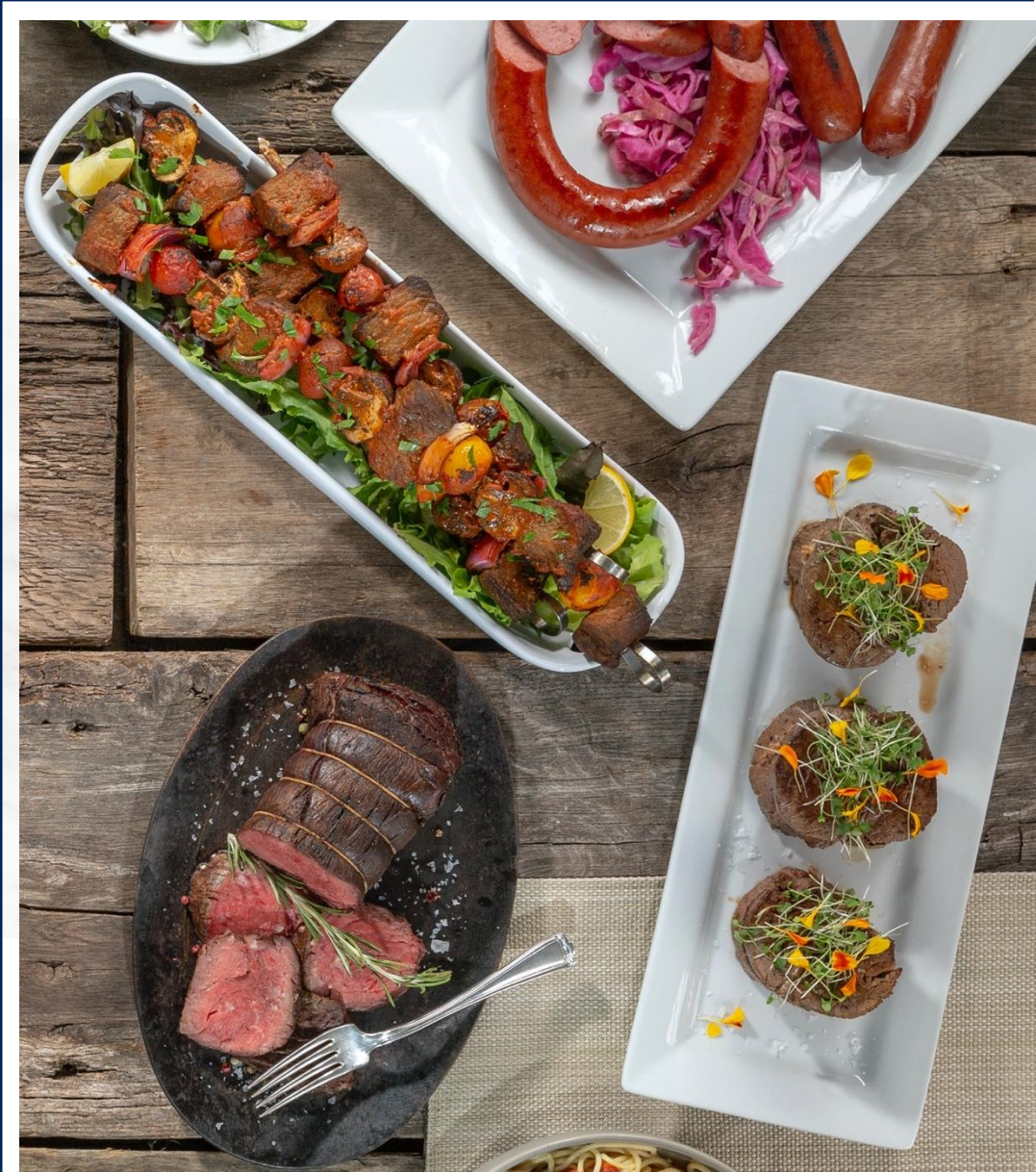
¹ Represents a non-GAAP financial measure. Adjusted operating income is explained and reconciled to the comparable GAAP measures in the Appendix.
² Capacities are presented on a per week basis and are based on the following: Beef and Pork (six-day week) and Chicken and Prepared Foods (five-day week).

Strengthening our position as a recognized global protein leader

—
Win with team members

—
Win with customers and consumers

—
Win with excellence in execution



Making investments to become the most sought-after place to work

Objectives

1

Health, safety and well-being resources

2

Competitive wage and benefit offerings

3

Investing in automation and technology

Actions

Required all U.S. team members to be fully vaccinated

Process control optimization to create better workflow

Hired a Chief Diversity Officer and a Chief Medical Officer

Investing in health clinics and wellness programs

Supporting flexible scheduling and creative production schedules

Childcare, housing, and transportation pilots

Implementation of competitive wage increases

Investing in leadership and career development

Certified interpreter program in place

Making strategic investments in automation and technology for hard-to-fill and difficult jobs

Increasing technology in facilities and use of data analytics to support decision-making



Diverse portfolio of brands drive value creation for the enterprise



We are the market leader in key retail categories with growth runway



#1
in Frozen
Prepared Chicken



#1
in Frozen Protein
Breakfast



#2
in Lunchmeat



#1
in Breakfast Sausage



#1 in
Hot Dogs



#1
in Smoked Sausage



#1
in Stacked Bacon



#1
in Corn Dogs



#1
in Super Premium
Smoked Sausage



#2
in Adult Snacking
Combos

We have two of the top growing brands in all of Food



Both Top 10 Growth Brands

in absolute dollar growth out of 41K+ Nielsen tracked food brands



Source: Past 2-year Retail \$ sales growth; Nielsen Total U.S. All Outlets, 52 weeks ending 1/29/2022

Leading Foodservice portfolio that addresses customer needs

Market Share

#1



- Breaded Beef
- Cooked Burgers
- Dinner Sausage
- Pepperoni
- Philly Meat
- Pre-made Sandwiches
- Stuffed Breadsticks

- Bone-In Chicken
- Bone-In Wings
- Boneless Wings
- Chicken Tenders/Strips
- Chicken Patties
- Bite-Sized Chicken
- Ingredient Chicken

Market Share

#2

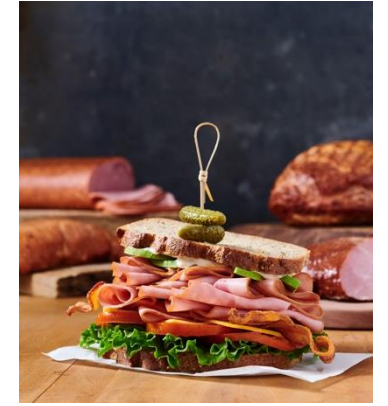


- Chicken Breast/Thigh Filets
- Corn Dogs
- Hot Dogs
- Mexican Handhelds

- Pizza Toppings
- Meatballs
- Tortillas

Market Share

#3



- Breakfast Sausage
- Dry Sausage
- Ham
- Meatballs



Capacity expansions will support growth objectives

12 plants expected to open over next 2 years to increase capacity by ~**1.3 billion pounds**

Adding 7 fully-cooked plants in international will expand capacity by **30%**

Adding 2 plants in Beef and Pork will expand value-added capacity by **40%**

\$1.8 billion of aggregate investment to drive capacity expansion over 3 years

Europe Poultry

INTERNATIONAL BUSINESS

- Estimated online August 2022
- Fully-cooked chicken
- 90M pounds p.a. expected

China Poultry (Hubei)

INTERNATIONAL BUSINESS

- Estimated online FY22
- Fully-cooked chicken
- 75M pounds p.a. expected

Humboldt Poultry

CHICKEN

- Online July 2021
- Tray pack chicken
- 260M pounds p.a. expected

Danville Poultry

CHICKEN

- Estimated online April 2023
- Fully-cooked chicken
- 200M pounds p.a. expected

Malaysia Poultry

INTERNATIONAL BUSINESS

- Estimated online FY23
- Fully-cooked chicken
- 80M pounds p.a. expected

China Shenzhen Relocation (Plant 1 & 2)

INTERNATIONAL BUSINESS

- Estimated online FY22
- Fully-cooked chicken
- 68M incremental pounds p.a. expected

Eagle Mountain, UT Case Ready

BEEF & PORK

- Online September 2021
- Case ready beef and pork
- 220M pounds p.a. expected

Columbia, SC Case Ready

BEEF & PORK

- Online as of July 2021
- Case ready beef and pork
- 50M pounds p.a. expected

Thailand Poultry

INTERNATIONAL BUSINESS

- Online
- Fully-cooked chicken
- 65M pounds p.a. expected

New Asia Plant

INTERNATIONAL BUSINESS

- Estimated online FY22
- Fully-cooked chicken
- 57M pounds p.a. expected

Bacon

PREPARED FOODS

- Estimated online summer 2023
- 121M pounds p.a. expected

Multiple New Line Additions

- Prepared Foods
- Chicken

Productivity is a critical driver of our future success

New Program Management Office to oversee execution supported by culture of continuous improvement and entrepreneurship

\$1B+

Targeted productivity gains by end of **FY2024¹**

Operational & Functional Excellence and Agility



\$300M+

Implementing activities to improve business processes

Driving continuous efficiency gains in plants and other operations

Consistently applying best-practices to reduce cost in operations and enabling function-driven support services

Digital solutions



\$250M+

Leveraging new digital solutions through artificial intelligence and vast amounts of data

Driving efficiency across the end-to-end supply chain through investments in digital solutions across logistics, warehousing, and supply chain planning

Automation



\$450M+

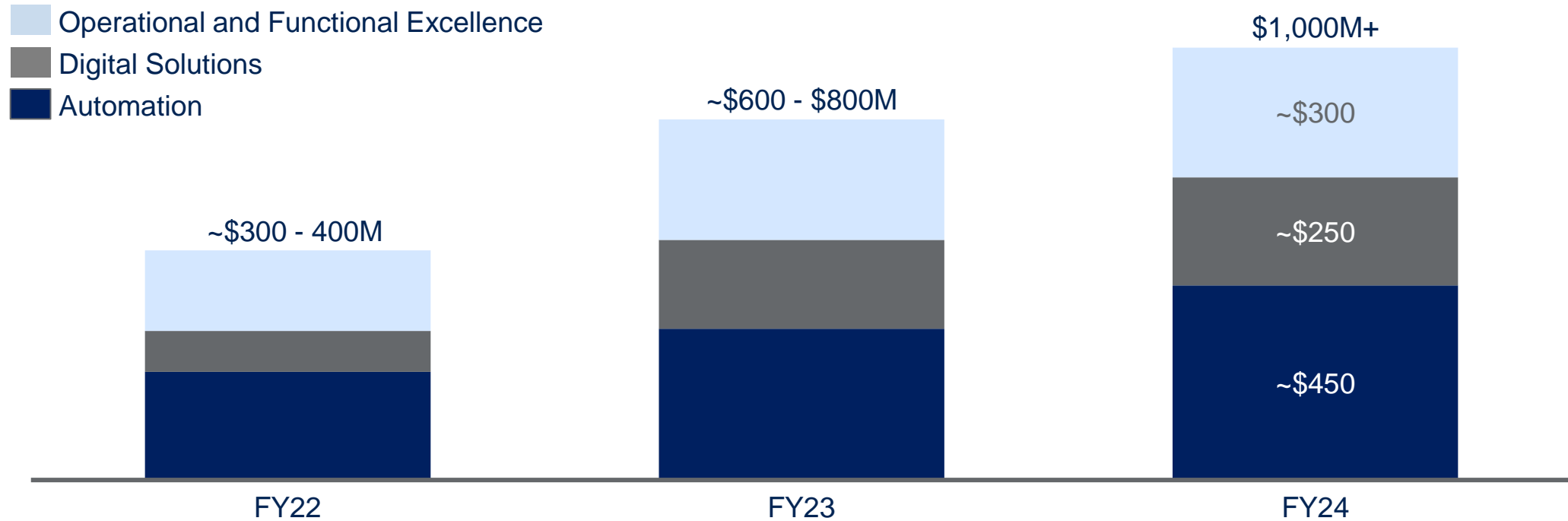
Leveraging automation and robotics

Improving worker and product safety through geo-fencing, wearable devices and machine learning

Overcoming labor shortage, as well as training and retention issues

¹ Productivity savings are relative to FY2021 cost baseline

We expect to deliver \$1B in productivity gains by the end of FY2024



% of Program Commitment Achieved by Fiscal Year End

30%+

60%+

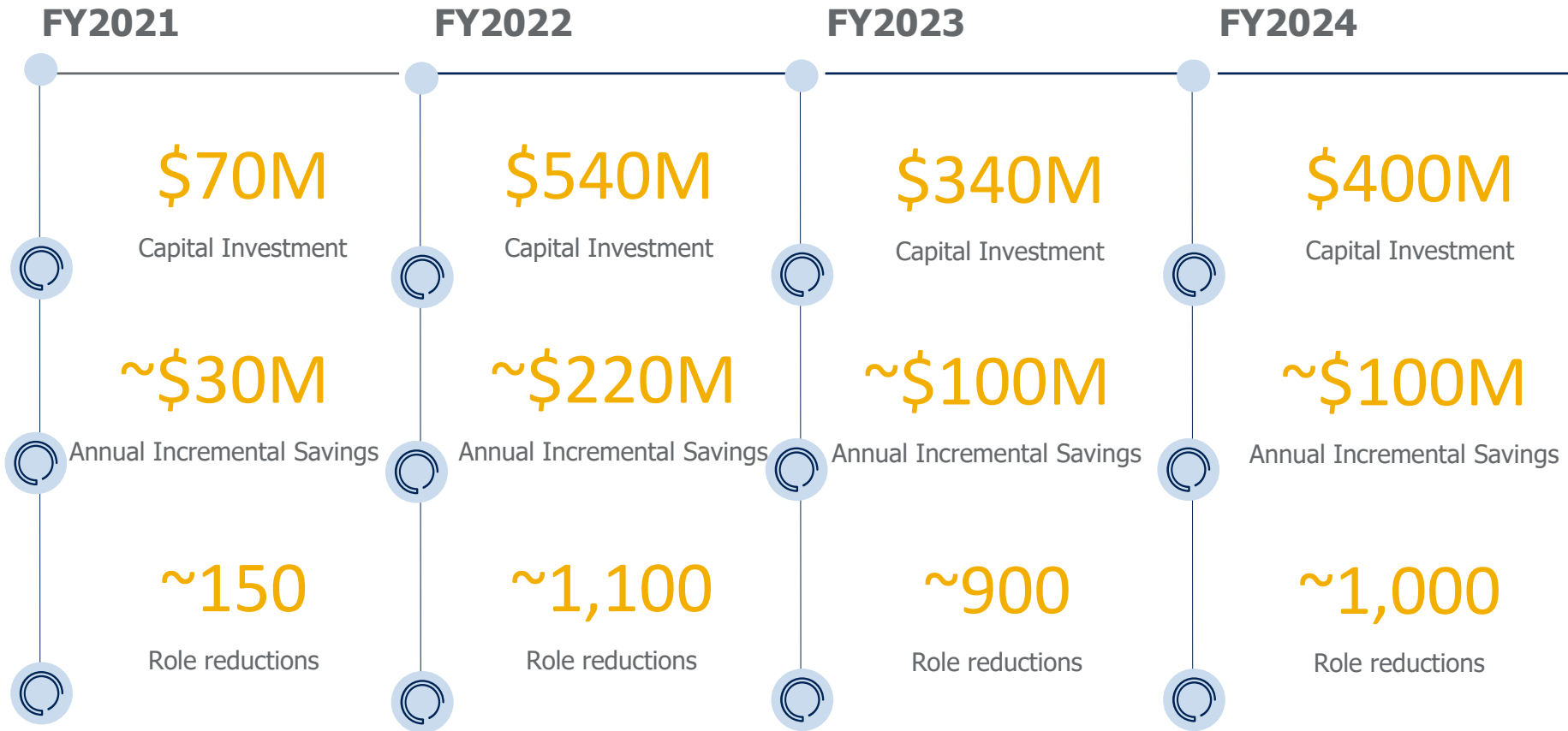
100%



¹ Productivity savings are relative to FY2021 cost baseline

We are accelerating our automation investments

Unique opportunity to combine operational scale with innovative automation and real-time analytics to drive competitive advantage



Critical element to productivity program

- Improves safety
- Automates positions that are difficult to staff
- Provides greater consistency in product quality
- Generates real-time operations insights to drive in-the-moment decision making
- Paves path to higher skill and pay opportunities for team members

Building an equitable and resilient food system

Business priorities aligned with sustainability strategy

Empowering People

Transparent people-first business that values inclusion and equal opportunity, investing in communities, fighting hunger, and empowering our team

1

Conserving Natural Resources

Conserving water, reducing GHG emissions, eliminating manufacturing and food waste, and designing and using packaging that is reusable, recyclable, or compostable

2

Innovating Smart, Responsible Agriculture

Cultivating a food system that prioritizes agriculture in our global supply chain through land stewardship, animal welfare, education, transparency, and traceability

3



We expect to sustainably feed the world as a recognized global protein leader



Increased demand for protein
reinforced by post-pandemic recovery



Balanced portfolio where each segment has a **clear and compelling path forward**



Brand and product innovation powered by investments to drive higher value-added sales



Making investments to become the most sought-after place to work

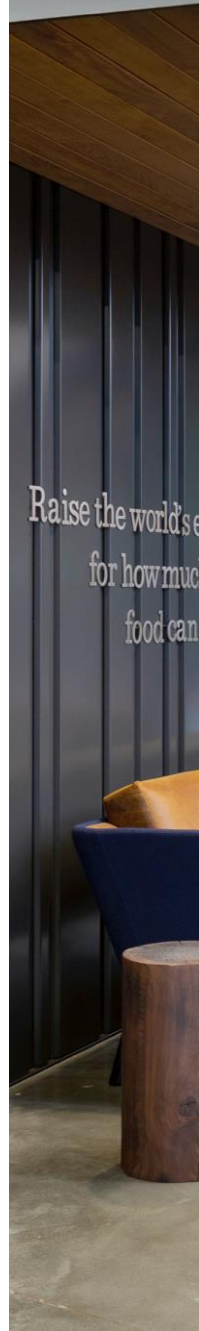


Accelerating efforts to modernize our operations through **our new productivity program**



Disciplined capital allocation with a focus on **improved return on invested capital**





Stewart Glendinning
EVP & Chief Financial Officer

We are committed to delivering shareholder value



- 1 Tyson has a track record of **driving sales and volume growth**
- 2 Compelling path forward to deliver **future earnings growth**
- 3 A strong balance sheet that **provides optionality**
- 4 **Mid-term financial targets reflect our confidence** in our earnings growth expectations
- 5 **Capital will be deployed wisely** in support of strategic objectives

Total company sales and volume have grown over time

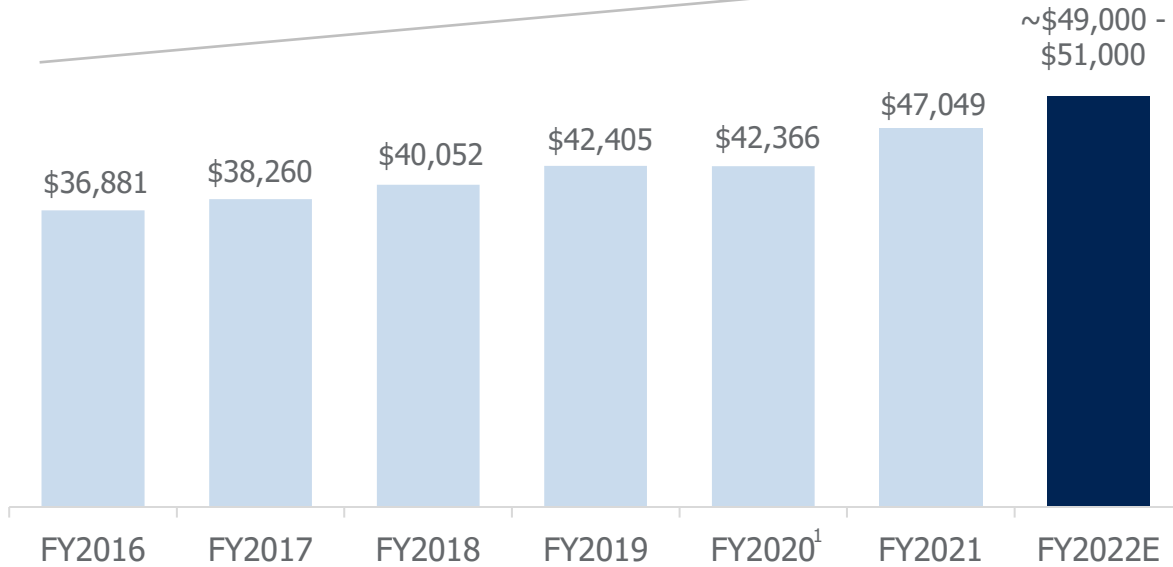
Pandemic-related labor and supply chain challenges impacted recent volume performance

Sales

\$ in millions

5%

CAGR

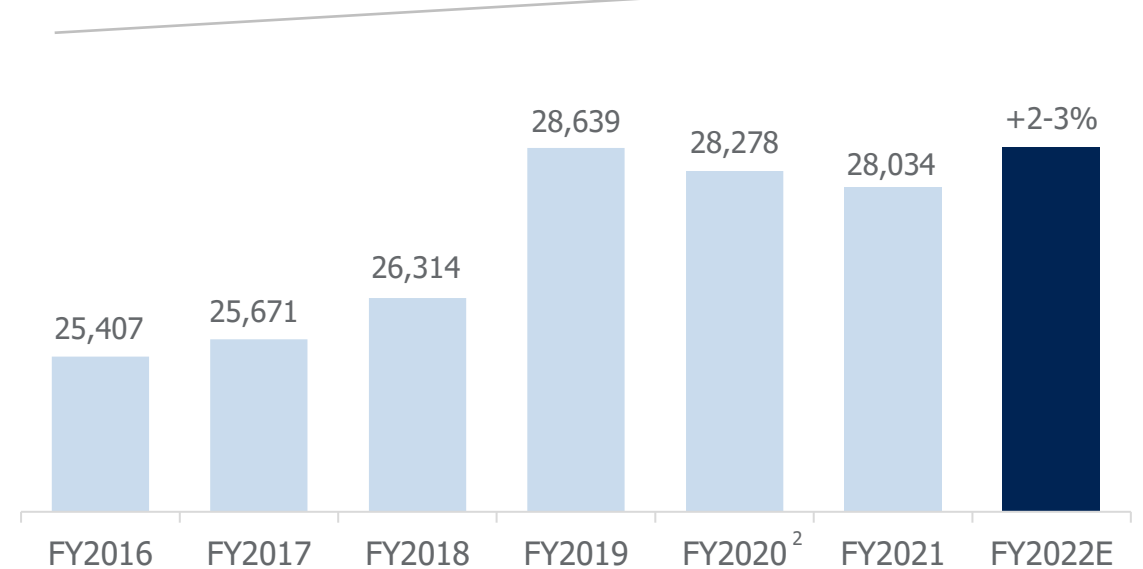


Volume

Million pounds

2%

CAGR



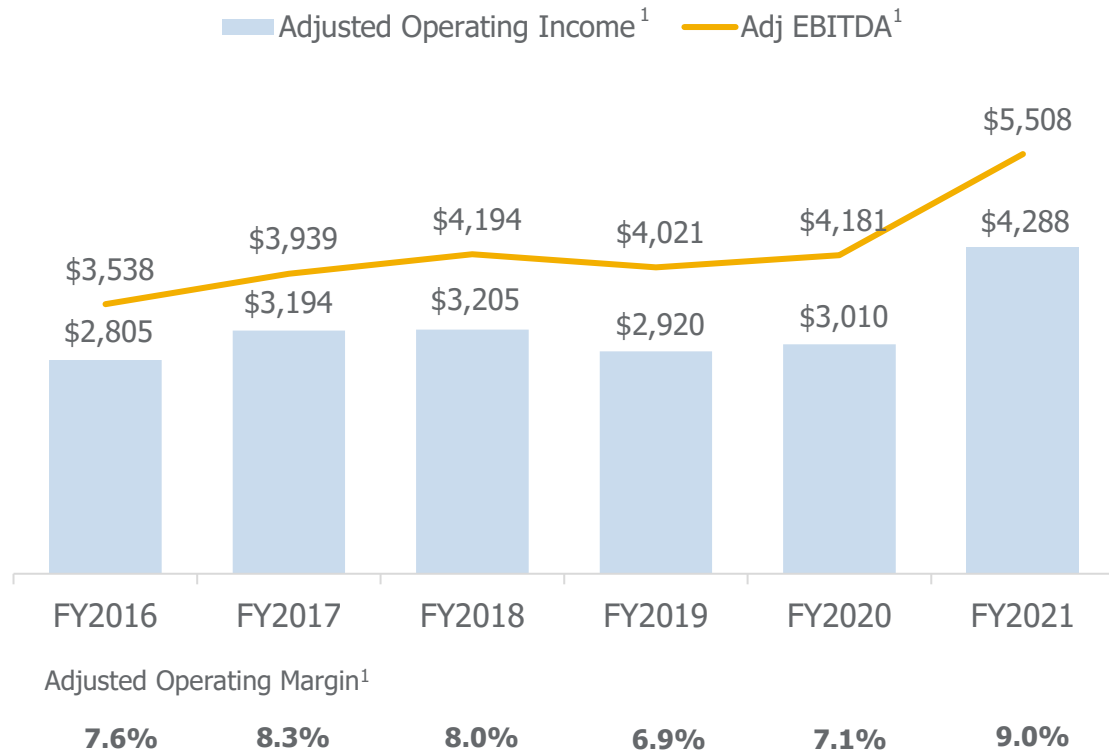
¹ Represents a non-GAAP financial measure. Adjusted sales for fiscal year 2020 is explained and reconciled to comparable GAAP measures in the Appendix.

² Volume for fiscal year 2020 has been adjusted to remove the impact of the additional week. The estimated impact of the additional week in the twelve months of fiscal 2020 was calculated by dividing the fourth quarter's sales volume by 14 weeks.

Earnings and operating cash flows have also remained strong

Earnings

\$ in millions

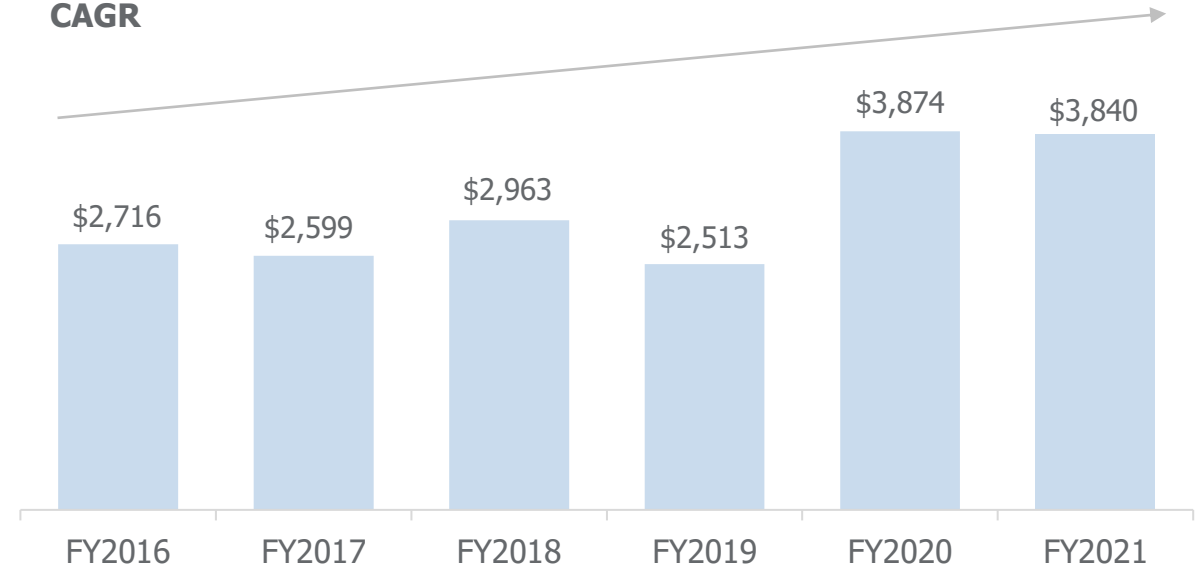


Operating Cash Flow

\$ in millions

7%

CAGR



¹ Represents a non-GAAP financial measure. Adjusted EBITDA, adjusted operating income and adjusted operating margin are explained and reconciled to comparable GAAP measures in the Appendix.

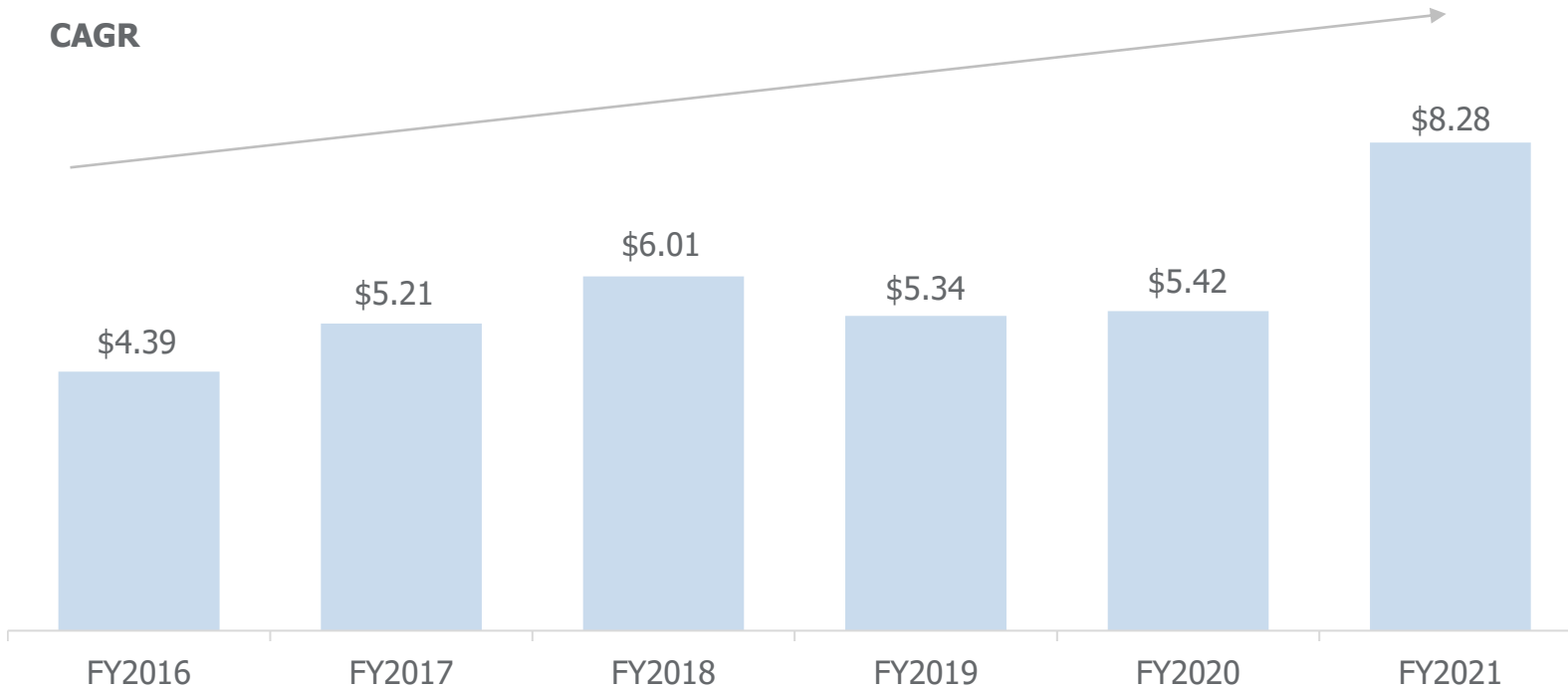
Strong earnings per share profile positions us for future growth

Adj. Earnings per share¹

\$ per share

14%

CAGR



Ingredients for earnings per share growth

- 1 Grow volume faster than the market
- 2 Improve operating margins
- 3 Drive enhanced returns



¹ Represents a non-GAAP financial measure. Adjusted earnings per share is explained and reconciled to comparable GAAP measures in the Appendix.

Tyson has the right ingredients for future earnings growth

Key priorities to unlock long-term shareholder value

1

Grow volume above the market

Continue strong brand growth and innovation

Provide superior service to customers

Build capacity to meet market demands, increase utilization

Expand in growing global markets

2

Improve Operating Margins

Efficiency programs driving down cost

Increase plant utilization

Price for inflation

Target double digit capex returns

3

Drive enhanced returns

Leverage brand and product portfolio for combined consistency of returns

Capitalize on our scale and capabilities

Use our strong balance sheet and cash generation to enhance growth



Our mid-term financial targets reflect our growth expectations

Committed to outperforming the market, improving earnings, and driving stable return on invested capital

	Target
1 Grow volumes faster than annual protein consumption growth every year	+2% CAGR 2019 Baseline Year
2 Improve total company adjusted earnings per share	+HSD% CAGR 2019 Baseline Year
3 Sustain operating cash flows	~\$4.0B
4 Deliver targeted adjusted return on invested capital (Adjusted ROIC)	~12%

	3-year Volume CAGR Target	AOI Margin¹ FY2022 Range	AOI Margin¹ FY2024 Range
Chicken	4-5%	5-7%	7-9%
Prepared Foods	4-5%	7-9%	10-12%
Beef	1-2%	9-11%	5-7%
Pork	1-2%	5-7%	5-7%
International/ Other	18-20%	2-3%	EBITDA Margin¹ FY2024 Range MSD%

¹ The Company is not able to reconcile its fiscal 2022 and 2024 projected adjusted results to its fiscal 2022 and 2024 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 the amount of future adjustments, such as legal contingency accruals and other significant items which could be significant, the Company is unable to provide a reconciliation for these forward-looking non-GAAP measures without unreasonable effort. Adjusted operating margin and EBITDA margin should not be considered substitutes for operating margin 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.

Our capital allocation priorities are clear

We are focused on driving returns while maintaining financial strength

Objectives

Build financial strength

Invest in the business

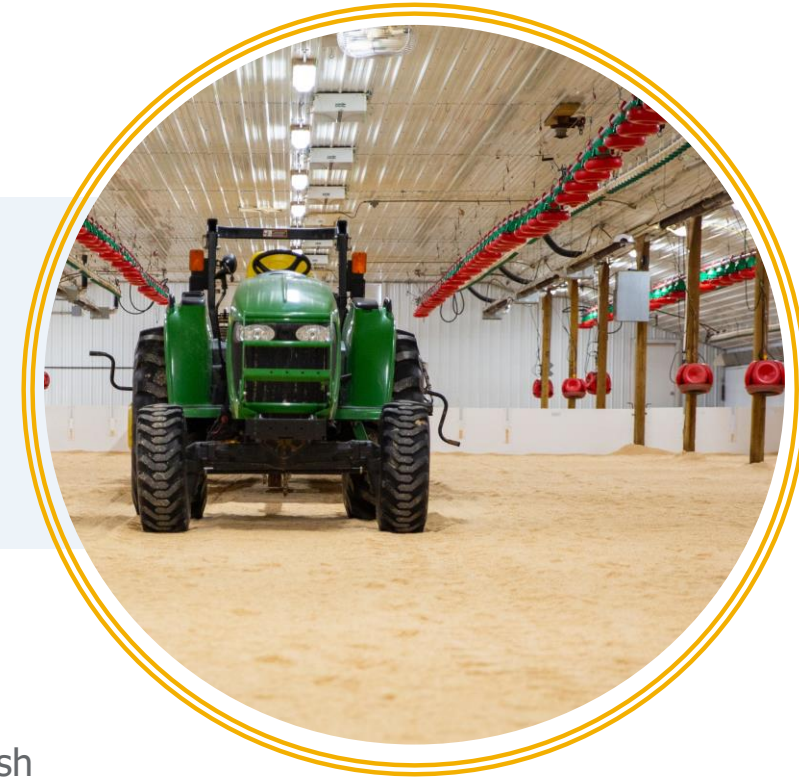
Return cash to shareholders

Actions

Maintain a robust balance sheet by reducing debt, managing working capital and by optimizing the business portfolio

Invest in new business initiatives, support capital expenditures to maintain and grow the business, pursue attractive M&A

Manage dilution, dividend cash to shareholders and buyback stock

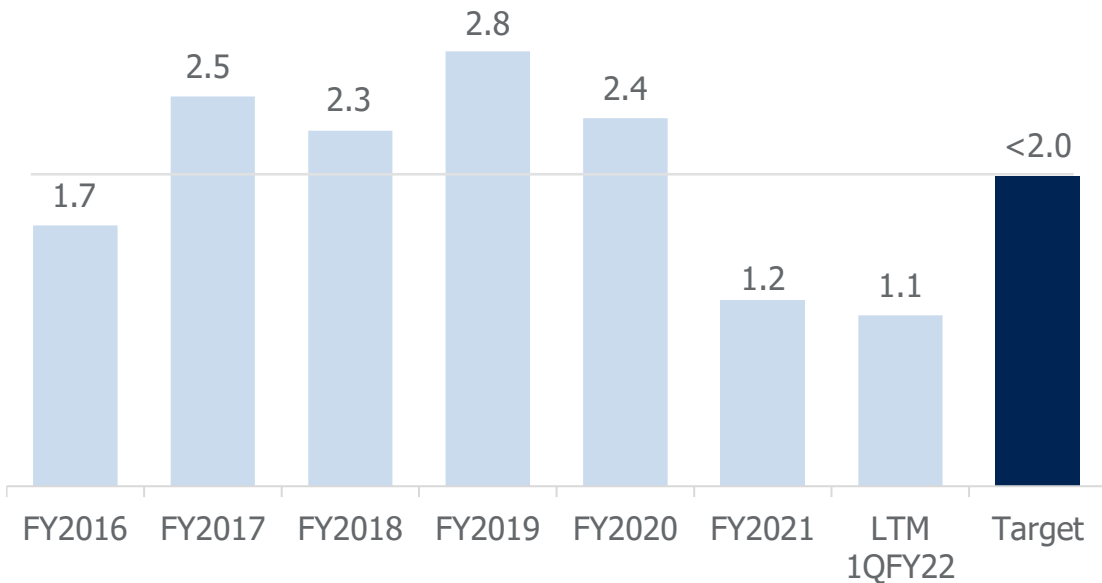


Deleveraging actions have significantly improved our debt ratio

Healthy balance sheet provides optionality for investing in growth and returning cash to shareholders

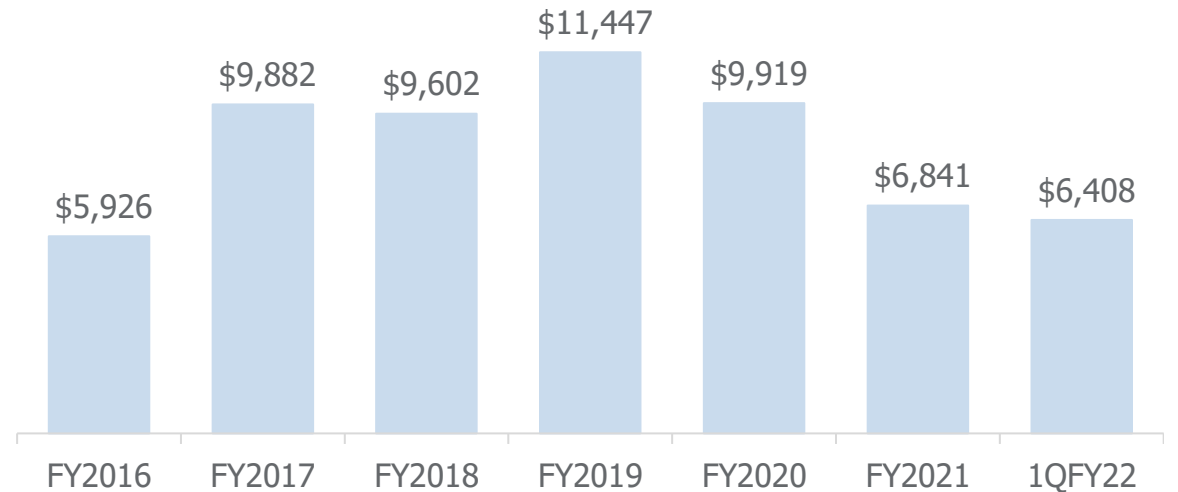
Net Debt/Adj. EBITDA¹

Ratio



Net Debt¹

\$ in millions

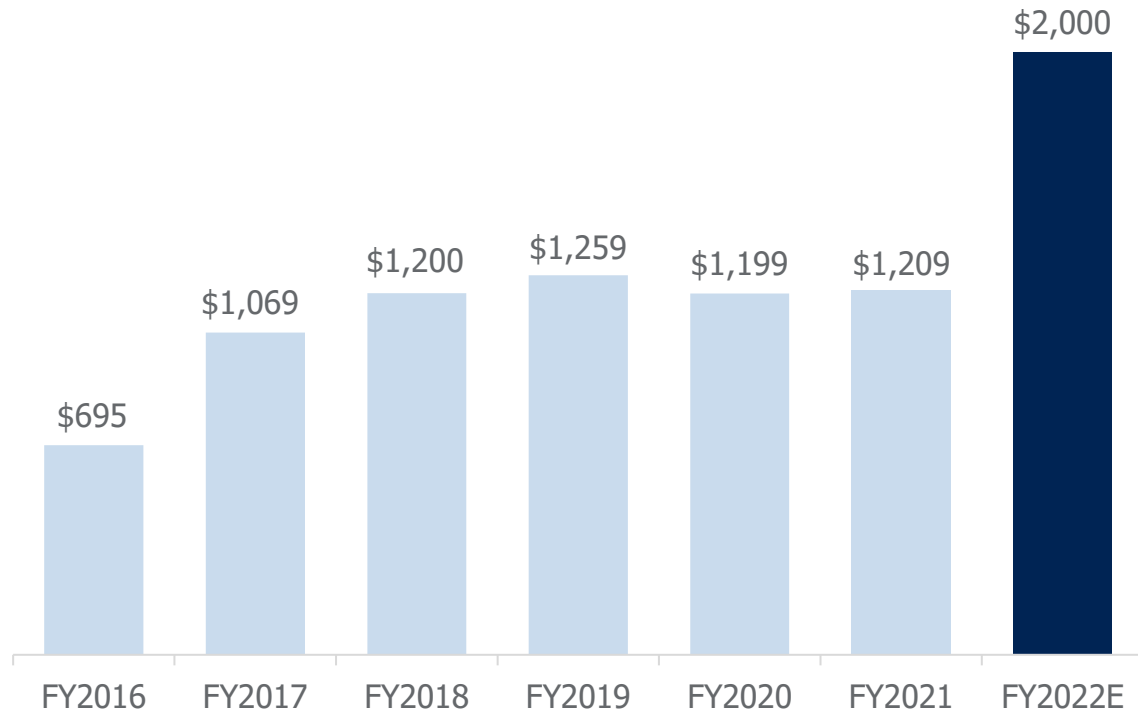


¹ Represents a non-GAAP financial measure. Net debt and Net debt to Adjusted EBITDA are explained and reconciled to comparable GAAP measures in the Appendix.

Prioritizing capital investments for growth and productivity initiatives

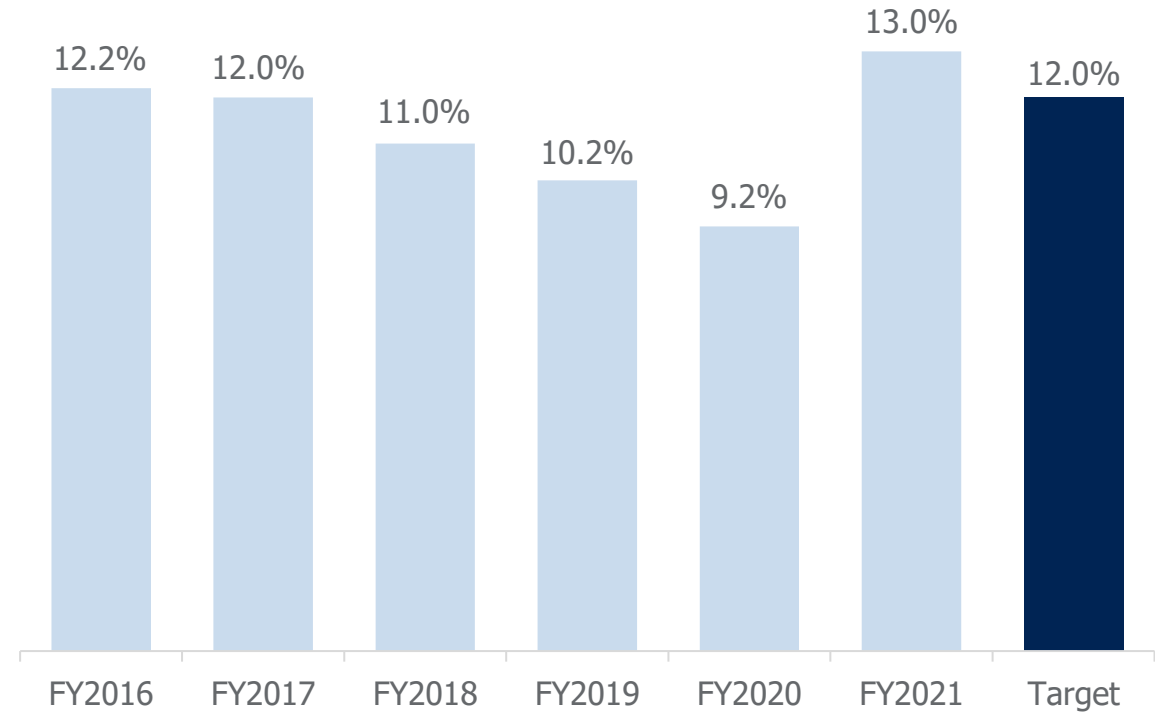
Capital Expenditures

\$ Millions



Adj. Return on Invested Capital¹

Percent

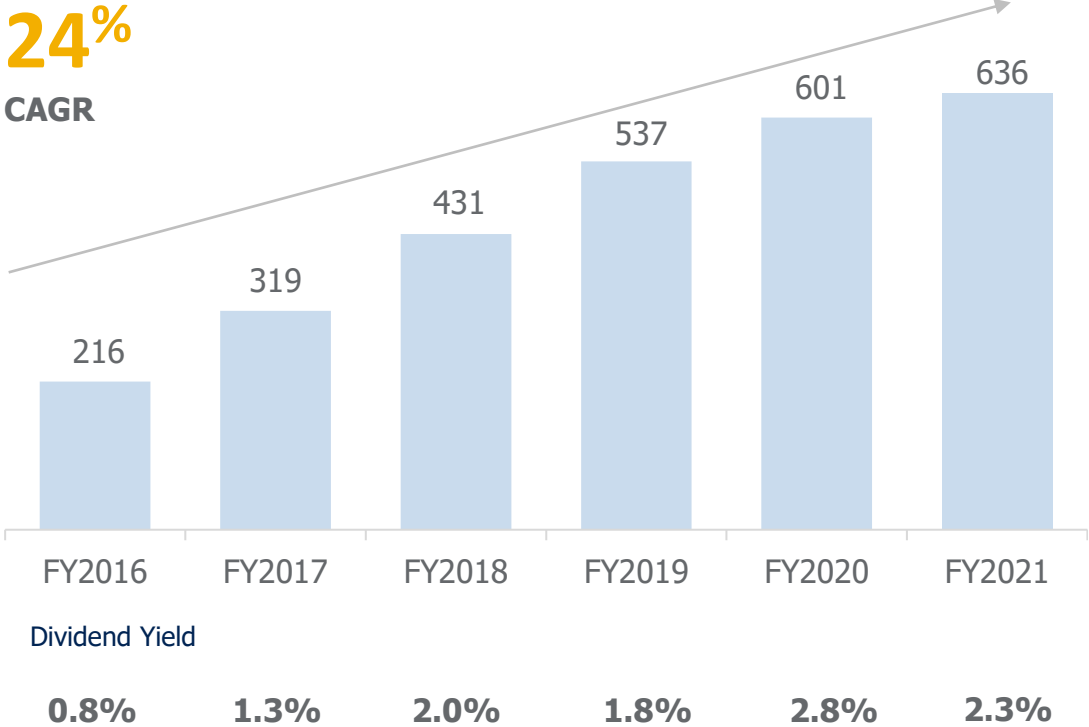


¹ Represents a non-GAAP financial measure. Adjusted return on invested capital is explained and reconciled to comparable GAAP measures in the Appendix.

Solid balance sheet and free cash flow generation have supported dividend growth while share repurchase has been opportunistic

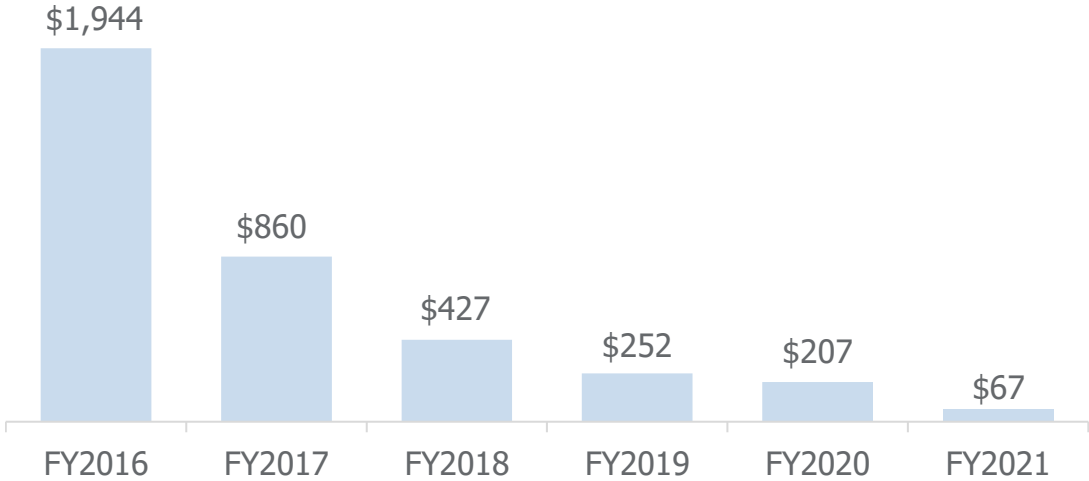
Dividends

\$ Millions



Share Repurchases

\$ Millions



Delivering long-term shareholder value



Track record of delivering **strong earnings and cash flow generation**



Balanced portfolio where each segment has a **clear and compelling financial path forward**



Improving sales diversity to better insulate results from commodity cycles



Healthy balance sheet that provides optionality to invest in growth



Performing better through **operational and functional excellence**



Disciplined capital allocation with a focus on **return on invested capital**



Appendix



Sales, Operating Income and Operating Margin Reconciliations

(\$ in millions)

(Unaudited)

	Fiscal Year Ended				
	October 2, 2021	October 3, 2020	September 28, 2019	September 29, 2018	September 30, 2017
Reported Sales	\$ 47,049	\$ 43,185	\$ 42,405	\$ 40,052	\$ 38,260
Less: Impact of additional week (a)	-	(819)	-	-	-
Adjusted Sales	\$ 47,049	\$ 42,366	\$ 42,405	\$ 40,052	\$ 38,260
Reported operating income	\$ 4,396	\$ 3,008	\$ 2,770	\$ 2,969	\$ 2,862
Add: Legal contingency accruals (b)	626	-	-	-	-
Add: Production facilities fire costs, net of insurance proceeds (c)	23	1	31	-	-
Add: China plant relocation charge (d)	27	-	-	-	-
Less: Gain on sale of business	(784)	-	-	-	-
Add: Restructuring and related charges	-	75	41	59	150
Add: Keystone purchase accounting and acquisition related costs (e)	-	-	37	-	-
Add: One-time cash bonus to frontline employees	-	-	-	109	-
Add: Impairments net of realized gains associated with the divestitures of businesses (f)	-	-	41	68	45
Add: San Diego Prepared Foods operation impairment	-	-	-	-	52
Add: AdvancePierre purchase accounting and acquisition related costs (g)	-	-	-	-	85
Less: Impact of additional week	-	(74)	-	-	-
Adjusted operating income	\$ 4,288	\$ 3,010	\$ 2,920	\$ 3,205	\$ 3,194
Reported operating margin %	9.3%	7.0%	6.5%	7.4%	7.5%
Adjusted operating margin % (h)	9.0%	7.1%	6.9%	8.0%	8.3%

(a) The estimated impact of the additional week in fiscal 2020 was calculated by dividing the fourth quarter's sales by 14 weeks.

(b) Legal Contingency accruals included \$545 million recognized as a reduction of Sales and \$81 million recognized as an increase of Cost of Sales.

(c) Relates to fires at production facilities in Chicken in the fourth quarter of fiscal 2021 and Beef in the fourth quarter of fiscal 2019. Amount includes direct incremental costs, net of insurance proceeds, of \$23 million in fiscal 2021, \$1 million in fiscal 2020 and \$31 million in fiscal 2019 recognized in Cost of Sales.

(d) Relates to a plant relocation from a government land expropriation and includes accelerated depreciation and team member related charges recognized as an increase of Cost of Sales.

(e) Keystone acquisition and integration costs included \$11 million of purchase accounting adjustments and \$26 million of acquisition related costs.

(f) Included \$41 million of impairments in fiscal 2019, \$101 million of impairments net of \$33 million realized gains in fiscal 2018 and \$45 million of impairments in fiscal 2017 associated with the divestitures of businesses.

(g) AdvancePierre acquisition and integration costs included \$36 million of purchase accounting adjustments and \$49 million of acquisition related costs.

(h) Adjusted Operating Margin for the Chicken Segment and Total Company excludes \$545 million for the twelve months ended October 2, 2021 of legal contingency accruals recognized as a reduction to Sales.

Adjusted sales (due to the impact of the additional week in fiscal 2020), adjusted operating income and adjusted operating margin are presented as supplementary measures of our operating performance that are not required by, or presented in accordance with, GAAP. We use adjusted sales, adjusted operating income and adjusted operating margin as internal performance measurements and as criteria for evaluating our performance relative to that of our peers. We believe adjusted sales, adjusted operating income and adjusted operating margin are meaningful to our investors to enhance their understanding of our operating performance and are frequently used by securities analysts, investors and other interested parties to compare our performance with the performance of other companies that report adjusted sales, adjusted operating income and adjusted operating margin. Further, we believe that adjusted sales, adjusted operating income and adjusted operating margin are useful measures because they improve comparability of results of operations from period to period (including comparability when a fiscal year results in a 53-week accounting cycle). Adjusted sales, adjusted operating income and adjusted operating margin should not be considered as substitutes for sales, operating income, operating margin or any other measure of operating performance reported in accordance with GAAP. Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions. Our calculation of adjusted sales, adjusted operating income and adjusted operating margin may not be comparable to similarly titled measures reported by other companies.



Net Debt and Net Debt to Adjusted EBITDA Reconciliations

(\$ in millions)

(Unaudited)

	Fiscal Year Ended					
	October 2, 2021	October 3, 2020	September 28, 2019	September 29, 2018	September 30, 2017	October 1, 2016
Net Income	\$ 3,060	\$ 2,071	\$ 1,993	\$ 2,973	\$ 1,742	\$ 1,772
Less: Interest Income	(8)	(10)	(11)	(7)	(7)	(6)
Add: Interest Expense	428	485	462	350	279	249
Add: Income Tax Expense	981	593	381	(291)	827	826
Add: Depreciation	934	900	819	723	642	617
Add: Amortization (a)	261	278	267	210	106	80
EBITDA	\$ 5,656	\$ 4,317	\$ 3,911	\$ 3,958	\$ 3,589	\$ 3,538
Adjustments to EBITDA:						
Add: China plant relocation charge (b)	27	-	-	-	-	-
Add: Legal contingency accruals (c)	626	-	-	-	-	-
Less: Gain on sale of business	(784)	-	-	-	-	-
Less: Defined benefit plan gains	(34)	(116)	-	-	-	-
Add: Production facilities fire costs, net of insurance proceeds (d)	17	1	31	-	-	-
Add: Restructuring and related charges	-	75	41	59	150	-
Less: Impact of additional week	-	(96)	-	-	-	-
Add: Loss from pension plan termination	-	-	15	-	-	-
Add: Keystone purchase accounting and acquisition related costs	-	-	37	-	-	-
Add: Impairments net of realized gains associated with the divestitures of businesses (e)	-	-	41	68	45	-
Less: Gain on sale of investment	-	-	(55)	-	-	-
Add: One-time cash bonus to frontline employees	-	-	-	109	-	-
Add: AdvancePierre purchase accounting and acquisition related costs (f)	-	-	-	-	103	-
Add: San Diego Prepared Foods operation impairment	-	-	-	-	52	-
Total Adjusted EBITDA	\$ 5,508	\$ 4,181	\$ 4,021	\$ 4,194	\$ 3,939	\$ 3,538
Total gross debt	\$ 9,348	\$ 11,339	\$ 11,932	\$ 9,873	\$ 10,203	\$ 6,279
Less: Cash and cash equivalents	(2,507)	(1,420)	(484)	(270)	(318)	(349)
Less: Short-term investments	-	-	(1)	(1)	(3)	(4)
Total net debt	\$ 6,841	\$ 9,919	\$ 11,447	\$ 9,602	\$ 9,882	\$ 5,926
Ratio Calculations:						
Net debt/EBITDA	1.2x	2.3x	2.9x	2.4x	2.8x	1.7x
Net debt/Adjusted EBITDA	1.2x	2.4x	2.8x	2.3x	2.5x	1.7x

(a) Excludes the amortization of debt issuance and debt discount expense of \$19 million for fiscal year 2021, \$14 million for fiscal year 2020, \$12 million for fiscal year 2019, \$10 million for fiscal year 2018, \$13 million for fiscal year 2017 and \$8 million for fiscal year 2016 as it is included in Interest Expense.

(b) Relates to a plant relocation from a government land expropriation and includes accelerated depreciation and team member related charges recognized as an increase of Cost of Sales.

(c) Legal contingency accruals included \$545 million recognized as a reduction of Sales and \$81 million recognized as an increase of Cost of Sales.

(d) Relates to fires at production facilities in Chicken in the fourth quarter of fiscal 2021 and Beef in the fourth quarter of fiscal 2019. Amount includes direct incremental costs, net of insurance proceeds, of \$23 million in fiscal 2021, \$1 million in fiscal 2020 and \$31 million in fiscal 2019 recognized in Cost of Sales.

(e) Included \$41 million of impairments in fiscal 2019, \$101 million of impairments net of \$33 million realized gains in fiscal 2018 and \$45 million of impairments in fiscal 2017 associated with the divestitures of businesses.

(f) AdvancePierre acquisition and integration costs included \$36 million of purchase accounting adjustments, \$49 million acquisition related costs and \$18 million of acquisition bridge financing fees.

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

We believe the presentation of these 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; however, the measurements of EBIT, EBITDA (and Adjusted EBITDA) and net debt to EBITDA (and Adjusted EBITDA) may not be comparable to those of other companies, which may limit their usefulness as comparative measures. EBIT, EBITDA (and Adjusted EBITDA) and net debt to EBITDA (and Adjusted EBITDA) are not measures required by or calculated in accordance with GAAP and should not be considered as substitutes for net income or any other measure of financial performance reported in accordance with GAAP or as a measure of operating cash flow or liquidity. EBIT and EBITDA (and Adjusted EBITDA) are useful tools for assessing, but are not a reliable indicator of, our ability to generate cash to service our debt obligations because certain of the items added to net income to determine EBIT and EBITDA (and Adjusted EBITDA) involve outlays of cash. As a result, actual cash available to service our debt obligations will be different from EBIT and EBITDA (and Adjusted EBITDA). Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions.



Net Debt and Net Debt to Adjusted EBITDA Reconciliations

(\$ in millions)

(Unaudited)

	Three Months Ended		Fiscal Year Ended	Twelve Months Ended
	January 1, 2022	January 2, 2021	October 2, 2021	January 1, 2022
Net income	\$ 1,126	\$ 472	\$ 3,060	\$ 3,714
Less: Interest income	(3)	(2)	(8)	(9)
Add: Interest expense	100	110	428	418
Add: Income tax expense	284	144	981	1,121
Add: Depreciation	236	229	934	941
Add: Amortization (a)	62	66	261	257
EBITDA	\$ 1,805	\$ 1,019	\$ 5,656	\$ 6,442
Adjustments to EBITDA:				
Less: Gain on sale of business	-	-	(784)	(784)
Add: China plant relocation charge (b)	-	-	27	27
Add: Legal contingency accruals (c)	-	320	626	306
(Less)/Add: Production facilities fire insurance proceeds, net of costs (d)	(45)	(6)	17	(22)
Less: Defined benefit plan gains	-	-	(34)	(34)
Total Adjusted EBITDA	\$ 1,760	\$ 1,333	\$ 5,508	\$ 5,935
Total gross debt			9,348	9,364
Less: Cash and cash equivalents			(2,507)	(2,956)
Less: Short-term investments			-	-
Total net debt			\$ 6,841	\$ 6,408
Ratio Calculations:				
Gross debt/EBITDA			1.7x	1.5x
Net debt/EBITDA			1.2x	1.0x
Gross debt/Adjusted EBITDA			1.7x	1.6x
Net debt/Adjusted EBITDA			1.2x	1.1x

(a) Excludes the amortization of debt issuance and debt discount expense of \$2 million for the three months ended January 1, 2022, \$3 million for the three months ended January 2, 2021, \$19 million for the fiscal year ended October 2, 2021, and \$18 million for the twelve months ended January 1, 2022 as it is included in interest expense.

(b) Relates to a plant relocation from a government land expropriation and includes accelerated depreciation and team member related charges recognized as an increase of Cost of Sales.

(c) Legal contingency accruals included \$320 million recognized as a reduction of Sales in the first quarter of fiscal 2021 and \$545 million recognized as a reduction of Sales and \$81 million recognized as an increase of Cost of Sales in fiscal 2021.

(d) Relates to fires at production facilities in Chicken in the fourth quarter of fiscal 2021 and Beef in the fourth quarter of fiscal 2019. Amount includes insurance proceeds, net of costs incurred, of \$23 million recognized in Cost of Sales and \$22 million net proceeds recognized in Other, net in the first quarter of fiscal 2022 and \$23 million net expense recognized in Cost of Sales and \$6 million net proceeds recognized in Other, net for fiscal 2021.

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

We believe the presentation of these 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; however, the measurements of EBIT, EBITDA (and Adjusted EBITDA) and net debt to EBITDA (and to Adjusted EBITDA) may not be comparable to those of other companies, which may limit their usefulness as comparative measures. EBIT, EBITDA (and Adjusted EBITDA) and net debt to EBITDA (and to Adjusted EBITDA) are not measures required by or calculated in accordance with GAAP and should not be considered as substitutes for net income or any other measure of financial performance reported in accordance with GAAP or as a measure of operating cash flow or liquidity. EBIT and EBITDA (and Adjusted EBITDA) are useful tools for assessing, but are not a reliable indicator of, our ability to generate cash to service our debt obligations because certain of the items added to net income to determine EBIT and EBITDA (and Adjusted EBITDA) involve outlays of cash. As a result, actual cash available to service our debt obligations will be different from EBIT and EBITDA (and Adjusted EBITDA). Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions.



Earnings Per Share Reconciliations

(\$ in millions, except per share data)

(Unaudited)

	Fiscal Year Ended											
	October 2, 2021		October 3, 2020		September 28, 2019		September 29, 2018		September 30, 2017		October 1, 2016	
	Pretax Impact	EPS Impact	Pretax Impact	EPS Impact	Pretax Impact	EPS Impact	Pretax Impact	EPS Impact	Pretax Impact	EPS Impact	Pretax Impact	EPS Impact
Reported net income per share attributable to Tyson (GAAP EPS)		\$ 8.34		\$ 5.64		\$ 5.40		\$ 8.04		\$ 4.69		\$ 4.53
Add: Legal contingency accrual	\$ 626	1.31	\$ -	-	\$ -	-	\$ -	-	\$ -	-	\$ -	-
Add: China plant relocation	27	0.06	-	-	-	-	-	-	-	-	-	-
Less: Gain on Sale of Business	(784)	(1.40)	-	-	-	-	-	-	-	-	-	-
(Less)/Add: Defined benefit plan loss (gain)	(34)	(0.07)	(116)	(0.24)	15	0.03	-	-	-	-	-	-
Add: Production facilities fire costs, net of insurance proceeds	17	0.04	1	-	31	0.06	-	-	-	-	-	-
Add: Restructuring and related charges	-	-	75	0.16	41	0.08	59	0.12	150	0.26	-	-
Less: Impact of additional week	-	-	(65)	(0.14)	-	-	-	-	-	-	-	-
Add: Keystone purchase accounting and acquisition related costs	-	-	-	-	37	0.08	-	-	-	-	-	-
Less: Gain on sale of investment	-	-	-	-	(55)	(0.11)	-	-	-	-	-	-
Add: Impairments net of realized gains associated with the divestitures of businesses	-	-	-	-	41	0.09	68	0.34	45	(0.01)	-	-
Add: One-time cash bonus to frontline employees	-	-	-	-	-	-	109	0.22	-	-	-	-
Add: San Diego Prepared Foods operation impairment	-	-	-	-	-	-	-	-	52	0.09	-	-
Add: AdvancePierre purchase accounting and acquisition related costs	-	-	-	-	-	-	-	-	103	0.18	-	-
Less: Tax benefit from remeasurement of net deferred tax liabilities at lower enacted tax rates	-	-	-	-	-	-	-	(2.71)	-	-	-	-
Less: Recognition of previously unrecognized tax benefit and audit settlement	-	-	-	-	-	(0.29)	-	-	-	-	-	(0.14)
Adjusted net income per share attributable to Tyson (Adjusted EPS)		\$ 8.28		\$ 5.42		\$ 5.34		\$ 6.01		\$ 5.21		\$ 4.39

Adjusted net income per share attributable to Tyson (Adjusted EPS) is presented as a supplementary measure of our financial performance that is not required by, or presented in accordance with, GAAP. We use Adjusted EPS as an internal performance measurement and as a criterion for evaluating our performance relative to that of our peers. We believe Adjusted EPS is meaningful to our investors to enhance their understanding of our financial performance and is frequently used by securities analysts, investors and other interested parties to compare our performance with the performance of other companies that report Adjusted EPS. Further, we believe that Adjusted EPS is a useful measure because it improves comparability of results of operations from period to period. Adjusted EPS should not be considered a substitute for net income per share attributable to Tyson or any other measure of financial performance reported in accordance with GAAP. Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions. Our calculation of Adjusted EPS may not be comparable to similarly titled measures reported by other companies.



Return on Invested Capital (ROIC) Reconciliation

(\$ in millions, except percentages)

(Unaudited)

	Fiscal Year Ended					
	October 2, 2021	October 3, 2020	September 28, 2019	September 29, 2018	September 30, 2017	October 1, 2016
Reported Operating Income	\$ 4,396	\$ 3,008	\$ 2,770	\$ 2,969	\$ 2,862	\$ 2,805
Pre-tax Impact of Adjustments (a)	(108)	2	150	236	332	-
Adjusted Operating Income (a)	\$ 4,288	\$ 3,010	\$ 2,920	\$ 3,205	\$ 3,194	\$ 2,805
x (1 - Effective Tax Rate) (b)	75.7%	77.7%	83.9%	73.4%	67.8%	68.2%
Reported Operating Income After Tax	\$ 3,328	\$ 2,337	\$ 2,324	\$ 2,180	\$ 1,940	\$ 1,913
x (1 - Effective Tax Rate) (b)	75.7%	77.7%	83.9%	73.4%	67.8%	68.2%
Adjusted Operating Income After Tax	\$ 3,246	\$ 2,339	\$ 2,450	\$ 2,354	\$ 2,166	\$ 1,913
Total Debt	\$ 9,348	\$ 11,339	\$ 11,932	\$ 9,873	\$ 10,203	\$ 6,279
Total Shareholders Equity	17,854	15,386	14,094	12,721	10,523	9,624
Less Cash	(2,507)	(1,420)	(484)	(270)	(318)	(349)
Total Capitalization	\$ 24,695	\$ 25,305	\$ 25,542	\$ 22,324	\$ 20,408	\$ 15,554
Average beginning and ending total capitalization	\$ 25,000	\$ 25,424	\$ 23,933	\$ 21,366	\$ 17,981	\$ 15,631
ROIC	13.3%	9.2%	9.7%	10.2%	10.8%	12.2%
Adjusted ROIC	13.0%	9.2%	10.2%	11.0%	12.0%	12.2%

(a) Refer to the separate Sales, Operating Income and Operating Margin Reconciliations for fiscal years presented for a reconciliation of adjusted operating income to reported operating income.

(b) The effective tax rate for the fiscal year ended September 29, 2018 excludes the impact of approximately \$1 billion related to the tax benefit from remeasurement of net deferred tax liabilities at lower enacted tax rates.

Return on Invested Capital (ROIC) is calculated by dividing after-tax operating income (and after-tax adjusted operating income), calculated by applying the Company's effective tax rate to operating income (and adjusted operating income), by the average of beginning and ending total debt and shareholders' equity less cash and cash equivalents. ROIC and Adjusted ROIC are presented as supplementary measures in the evaluation of our business that are not required by, or presented in accordance with, GAAP. We use ROIC and Adjusted ROIC as internal performance measurements. We believe ROIC and Adjusted ROIC are meaningful to our investors to evaluate the efficiency and effectiveness of the Corporation's long-term capital investments and are frequently used by securities analysts, investors and other interested parties to compare our performance with the performance of other companies that report ROIC and Adjusted ROIC. Adjusted ROIC is a tool intended to assist our management and investors in comparing our ROIC performance on a consistent basis by removing the impact of certain items that management believes do not directly reflect our core operations on an ongoing basis. ROIC and Adjusted ROIC should not be considered as substitutes for other information reported in accordance with GAAP. Investors should rely primarily on our GAAP results and use non-GAAP financial measures only supplementally in making investment decisions. Our calculation of ROIC and Adjusted ROIC may not be comparable to similarly titled measures reported by other companies.

