

Johnson Brian Dean
 Form 4
 November 28, 2012

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Johnson Brian Dean

2. Issuer Name and Ticker or Trading Symbol
 HORMEL FOODS CORP /DE/ [HRL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 1 HORMEL PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/26/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP & Corporate Secretary

AUSTIN, MN 55912
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 or Price		
COMMON STOCK	11/26/2012		M		200 A \$ 18.705	13,387.737	D
COMMON STOCK	11/26/2012		S		200 D \$ 30.49	13,187.737	D
COMMON STOCK	11/26/2012		M		3,000 A \$ 19.355	16,187.737	D
COMMON STOCK	11/26/2012		M		10,000 A \$ 20.07	26,187.737	D
COMMON STOCK	11/26/2012		F		8,445 D \$ 30.64	17,742.737	D

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COMMON STOCK	11/26/2012	F	1,491	D	\$ 30.64	16,251.737	D	
COMMON STOCK						2,573.8504	I	401K
COMMON STOCK						1,699.3764	I	JEPST PLAN

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
STOCK OPTIONS (RIGHT TO BUY)	\$ 18.705	11/26/2012		M ⁽⁴⁾	200 ⁽¹⁾	12/16/2010	01/08/2017	COMMON STOCK	20
STOCK OPTIONS (RIGHT TO BUY)	\$ 19.355	11/26/2012		M	3,000	⁽²⁾	12/05/2016	COMMON STOCK	3,000
STOCK OPTIONS (RIGHT TO BUY)	\$ 20.07	11/26/2012		M	10,000	⁽³⁾	12/04/2017	COMMON STOCK	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Johnson Brian Dean 1 HORMEL PLACE	VP & Corporate Secretary

AUSTIN, MN 55912

Signatures

Brian Dean

Johnson

11/27/2012

__Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) All share amounts reflect the stock split effective February 1, 2011.
- (2) The option vested in four equal annual installments, with the first group vesting on December 5, 2007.
- (3) The option vested in four equal annual installments, with the first group vesting on December 4, 2008.
- (4) Exercise of Universal Stock Options. The shares were sold in a block and the net after tax was issued to the optionee in cash.

Remarks:

Exhibit List Exhibit 24-Power of Attorney

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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