

HORMEL FOODS CORP /DE/
Form 4
December 04, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)
12/02/2013

____ 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/02/2013		M	10,000	A \$ 20.07	26,521.43	D
Common Stock	12/02/2013		M	5,000	A \$ 12.63	31,521.43	D
Common Stock	12/02/2013		M	5,000	A \$ 19.125	36,521.43	D
Common Stock	12/02/2013		F	7,984	D \$ 45.02	28,537.43	D
Common Stock	12/02/2013		F	4,039	D \$ 45.02	24,498.43	D

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Common Stock	12/04/2013	S	7,977	D	\$ 45.761 <u>(5)</u>	16,521.43	D	
Common Stock						2,757.799	I	401(k) Plan
Common Stock						1,784.023	I	JEPST Plan

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

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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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 20.07	12/02/2013		M	10,000	<u>(1)</u> 12/04/2017	Common Stock	10,000 <u>(4)</u>	
Stock Options (Right to Buy)	\$ 12.63	12/02/2013		M	5,000	<u>(2)</u> 12/02/2018	Common Stock	5,000 <u>(4)</u>	
Stock Options (Right to Buy)	\$ 19.125	12/02/2013		M	5,000	<u>(3)</u> 12/01/2019	Common Stock	5,000 <u>(4)</u>	

Reporting Owners

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

1 HORMEL PLACE
AUSTIN, MN 55912

Signatures

Brian Dean

Johnson

12/02/2013

 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) The option vested in four equal annual installments, with the first group vesting on December 2, 2008.
- (2) The option vested in four equal annual installments, with the first group vesting on December 2, 2009.
- (3) The option vested in four equal annual installments, with the first group vesting on December 1, 2010.
- (4) All share amounts reflect the stock split effective February 1, 2011.
- (5) Reflects the weighted average price of 7,977 shares of common stock of Hormel Foods Corporation sold by the reporting person in multiple transactions on December 4, 2013 with sale prices ranging from \$45.7269 to \$45.8048 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.