HORMEL FOODS CORP /DE/

Form 4

February 09, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CREWS TERRELL K			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) 1 HORMEL PI	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2012	X Director 10% Owner Officer (give title below) Other (specify below)
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person
AUSTIN, MN 55912-3680				Form filed by More than One Reporting Person

(City)	(State)	(Zip)	Table I - Nor	n-Derivative Securities Acq	uired, Disposed o	of, or Beneficially Owned
1 Title of	2 Transaction D	ate 24 Deemed	3	4 Securities Acquired	5 Amount of	6 Ownership 7 Natur

							от от	
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dispose	ed of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and	15)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				(4)		Reported		
				(A)		Transaction(s)		
			C 1 W	or	ъ.	(Instr. 3 and 4)		
~			Code V	Amount (D)	Price			
Common	02/01/2012		A	4,500 A	\$	29,732 <u>(1)</u>	D	
Stock	02/01/2012		11	T,500 A	28.97	27,132 <u>~</u>	D	

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

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

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

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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. Transactio Code (Instr. 8)	5. Number 6. Date Exercisable and Onof Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 E S (1
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 28.97	02/01/2012		A	6,600	08/01/2012	02/01/2022	Common Stock	6,600	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Transfer and the same and the s	Director	10% Owner	Officer	Other			
CREWS TERRELL K 1 HORMEL PLACE AUSTIN, MN 55912-3680	X						

Signatures

Terrell K Crews, by Power of Attorney 02/08/2012

**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).
- Of the shares being reported, 21,232 shares are subject to certain restrictions (including possible forfeiture) applicable to restricted stock (1) grants under the 2000 Stock Incentive Plan, the 2009 Long-Term Incentive Plan, and the Restricted Stock Award Agreements. Reporting Person also holds 1,239.27 phantom shares in his deferred stock plan account.

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.

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