

HORMEL FOODS CORP /DE/

Form 4

February 27, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DAY THOMAS R

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

AUSTIN, MN 55912

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/25/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Group Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/25/2014		M		12,000	A \$ 16.37	14,303.774 D
Common Stock	02/25/2014		M		8,000	A \$ 19.355	22,303.774 D
Common Stock	02/25/2014		F		7,482	D \$ 46.95	14,821.774 D
Common Stock	02/25/2014		F		4,244	D \$ 46.95	10,577.774 D
Common Stock	02/25/2014		G	V	8,274	D \$ 0	2,303.774 ⁽¹⁾ D

Common Stock	02/25/2014	G	V	8,274	A	\$ 0	21,239	I	Thomas R. Day Rev. Living Trust
Common Stock							23,432	I	Spouse's Rev. Living Trust
Common Stock							8,807.525	I	401(K) Plan
Common Stock							8,295.965	I	JEPST Plan

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 16.37	02/25/2014		M		12,000		<u>(2)</u>	12/06/2015	Common Stock	12,000
Stock Options (Right to Buy)	\$ 19.355	02/25/2014		M		8,000		<u>(3)</u>	12/05/2016	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

DAY THOMAS R
1 HORMEL PLACE
AUSTIN, MN 55912

Group Vice President

Signatures

Thomas R. Day, by Power of
Attorney

02/26/2014

__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) Amount includes shares that were previously reported as indirect holdings through a Deferred Stock Account.
- (2) The option vested in four equal annual installments, with the first group vesting on December 6, 2006.
- (3) The option vested in four equal annual installments, with the first group vesting on December 5, 2007.

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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