

DAY THOMAS R
Form 4
January 09, 2013

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 *
DAY THOMAS R

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)
01/07/2013

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

AUSTIN, MN 55912

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

(City) (State) (Zip)

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 (A) or (D) Price | | | |
| Common Stock | 01/07/2013 | | M | 24,000 A \$ 15.035 | 24,187.651 | D | |
| Common Stock | 01/07/2013 | | M | 12,000 A \$ 16.37 | 36,187.651 | D | |
| Common Stock | 01/07/2013 | | F | 16,242 D \$ 34.31 | 19,945.651 | D | |
| Common Stock | 01/07/2013 | | F | 6,793 D \$ 34.31 | 13,152.651 | D | |
| Common Stock | 01/07/2013 | | G | 12,965 D \$ 0 | 187.651 | D | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------|------------|---|---------------------------------|
| Common Stock | 01/07/2013 | G | 12,965 | A | \$ 0 | 12,965 | I | Thomas R. Day Rev. Living Trust |
| Common Stock | | | | | | 23,432 | I | Spouse's Rev. Living Trust |
| Common Stock | | | | | | 8,583.5814 | I | 401(k)Plan |
| Common Stock | | | | | | 8,221.5701 | I | JEPST Plan |
| Common Stock | | | | | | 2,069.3079 | I | Deferred Stock Account |

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

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to Buy) | \$ 15.035 | 01/07/2013 | | M | 24,000 | <u>(1)</u> 12/07/2014 | Common Stock | 24,000 |
| Stock Options (Right to Buy) | \$ 16.37 | 01/07/2013 | | M | 12,000 | <u>(2)</u> 12/06/2015 | Common Stock | 12,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

DAY THOMAS R
1 HORMEL PLACE
AUSTIN, MN 55912

Group Vice President

Signatures

Thomas R. Day, by Power of
Attorney

01/08/2013

__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 vested on December 7, 2005.
- (2) The option vested in four equal annual installments, with the first group vested on December 6, 2006.

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.