

MARVIN SUSAN I
Form 4
May 28, 2010

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 *
MARVIN SUSAN I

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)

3. Date of Earliest Transaction (Month/Day/Year)
05/27/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

1 HORMEL PLACE
(Street)

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

AUSTIN, MN 55912
(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/27/2010		M		4,000 A \$ 22.51	22,056	D
Common Stock	05/27/2010		M		4,000 A \$ 26.97	26,056	D
Common Stock	05/27/2010		M		4,000 A \$ 31.5	30,056	D
Common Stock	05/27/2010		M		4,000 A \$ 33.53	34,056	D
Common Stock	05/27/2010		M		4,000 A \$ 37.92	38,056	D

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Common Stock	05/27/2010	M	4,000	A	\$ 38.97	42,056	D
Common Stock	05/27/2010	M	4,000	A	\$ 30.39	46,056 ⁽¹⁾	D

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)	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)	\$ 22.51	05/27/2010		M	4,000	08/03/2003 02/03/2013	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 26.97	05/27/2010		M	4,000	08/02/2004 02/02/2014	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 31.5	05/27/2010		M	4,000	08/01/2005 02/01/2015	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 33.53	05/27/2010		M	4,000	08/01/2006 02/01/2016	Common Stock	4,000	
Stock Options (Right to Buy)	\$ 37.92	05/27/2010		M	4,000	08/01/2007 02/01/2017	Common Stock	4,000	
	\$ 38.97	05/27/2010		M	4,000	08/01/2008 02/01/2018		4,000	

Stock Options (Right to Buy)								Common Stock	
Stock Options (Right to Buy)	\$ 30.39	05/27/2010	M	4,000	08/02/2009	02/02/2019		Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARVIN SUSAN I 1 HORMEL PLACE AUSTIN, MN 55912		X		

Signatures

Susan I. Marvin, by Power of Attorney
05/27/2010

__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, 12,500 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 14,136.36 phantom shares in her 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.