

MUELLER KURT F
Form 4/A
July 09, 2012

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 *
MUELLER KURT F

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)
07/05/2012

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

AUSTIN, MN 55912

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
07/06/2012

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/05/2012		M	4,300 A \$ 15.035	71,482.412	D	
Common Stock	07/05/2012		M	9,700 A \$ 16.37	81,182.412	D	
Common Stock	07/05/2012		M	1,000 A \$ 19.355	82,182.412	D	
Common Stock	07/05/2012		F	7,941 D \$ 30.57	74,241.412	D	
Common Stock	07/05/2012		F	2,309 D \$ 30.57	71,932.412 <u>(1) (2) (7)</u>	D	

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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
Stock Options (Right to Buy)	\$ 15.035	07/05/2012		M ⁽³⁾	4,300	⁽⁴⁾ 12/07/2014	Common Stock	4,300
Stock Options (Right to Buy)	\$ 16.37	07/05/2012		M ⁽³⁾	9,700	⁽⁵⁾ 12/06/2015	Common Stock	9,700
Stock Options (Right to Buy)	\$ 19.355	07/05/2012		M ⁽³⁾	1,000	⁽⁶⁾ 12/05/2016	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUELLER KURT F 1 HORMEL PLACE AUSTIN, MN 55912			Vice President	

Signatures

Kurt F. Mueller, by Power of Attorney
07/05/2012

**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).

- (1) All share amounts reflect the stock split effective February 1, 2011.
- (2) Reporting Person has a custodial account holding 664.736 shares for each of his three children; 886.322 shares are held by his spouse.
- (3) Reporting Person has exercised Stock Withholding Rights in connection with this option exercise, as reflected on Table I.
- (4) The option vested in four equal annual installments, with the first group vesting on December 7, 2005.
- (5) The option vested in four equal annual installments, with the first group vesting on December 6, 2006.
- (6) The option vested in four equal annual installments, with the first group vesting on December 5, 2007.
- (7) Reporting Person was no longer a Section 16 officer on the transaction date and the Form 4 thus was not required.

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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