BINDER STEVEN G

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

Form 4

January 17, 2012

FORM 4

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

OMB 3235-0287

Number: January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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 may continue. 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

| BINDER STEVEN G | | | Symbol HORMEL FOODS CORP /DE/ | | | | | Issuer | | | |
|---|---|--|--|--------|--------|---|---|---|------------|--------------------------------|--|
| | | [HRL] | | | | | (Check all applicable) | | | | |
| (Last) (First) (Middle) 1 HORMEL PLACE | | ` | 3. Date of Earliest Transaction (Month/Day/Year) 01/13/2012 | | | | | Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President | | | |
| (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 Form filed by More than One Reporting | | | |
| AUSTIN, | | | | | | Person | | | | | |
| (City) | (State) | (State) 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 Dany (Month/Day | Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | (Instr. 4) | | |
| Common Stock | 01/13/2012 | | | M | 30,000 | A | \$ 12.63 | 30,000 | D | | |
| Common Stock | 01/13/2012 | | | F | 12,927 | D | \$ 29.31 | 17,073 | D | | |
| Common Stock | 01/13/2012 | | | F | 5,741 | D | \$ 29.31 | 11,332 | D | | |
| Common Stock | 01/13/2012 | | | G | 11,332 | A | \$ 0 | 127,700.6605 (1) (2) | I | Spouse's Revocable Trust | |

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

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SEC 1474 (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 3A. Deemed (Month/Day/Year) Execution Date, i any (Month/Day/Year) | | 4. Transactio Code (Instr. 8) | 5. Number of onDerivative 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) | \$ 12.63 | 01/13/2012 | | M(3) | 30,000 | <u>(4)</u> | 12/02/2018 | Common Stock | 30,000 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BINDER STEVEN G 1 HORMEL PLACE AUSTIN, MN 55912

Executive Vice President

Signatures

Steven G. Binder, by Power of Attorney

01/16/2012

**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 holds indirectly 5,360.4 phantom shares in his deferred stock account.
- (3) Reporting Person has exercised Stock Withholding Rights in connection with this option exercise, as reflected on Table I.
- (4) The option is vesting in four equal annual installments, with the first group vesting on December 2, 2009.

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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