FIELDING RONALD W
Form 4
December 30, 2009

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 Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FIELDING RONALD W

(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)
12/28/2009

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)
Executive 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/28/2009		M		24,000	A	$ 19.25	37,448	D	
Common Stock	12/28/2009		M		28,000	A	$ 17.6875	65,448	D	
Common Stock	12/28/2009		M		30,000	A	$ 26.09	95,448	D	
Common Stock	12/28/2009		M		30,000	A	$ 22.35	125,448	D	
Common Stock	12/28/2009		M		40,000	A	$ 26.93	165,448	D	

Common Stock	12/28/2009		S		40,000	D	$ 38.776	125,448	D
Common Stock	12/29/2009		S		85,000	D	$ 38.834	40,448	D
Common Stock	12/28/2009		F		25,539	D	$ 38.77	14,909 (1)	D

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 (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)	$ 19.25	12/28/2009		M (2)			24,000	(3)	01/26/2010	Common Stock	24,000
Stock Options (Right to Buy)	$ 17.6875	12/28/2009		M (2)			28,000	(4)	12/06/2010	Common Stock	28,000
Stock Options (Right to Buy)	$ 26.09	12/28/2009		M (2)			30,000	(5)	01/17/2012	Common Stock	30,000
Stock Options (Right to Buy)	$ 22.35	12/28/2009		M (2)			30,000	(6)	12/02/2012	Common Stock	30,000
Stock Options (Right to Buy)	$ 26.93	12/28/2009		M (2)			40,000	(7)	12/02/2013	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIELDING RONALD W 1 HORMEL PLACE AUSTIN, MN 55912			Executive Vice President	

Signatures

Ronald W. Fielding, by Power of Attorney	12/30/2009
**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) Reporting Person also holds indirectly 5,893.119 Shares in the 401(k), and 5,749.92 shares in the JEPST Trust.

(2) Reporting Person has exercised Stock Withholding Rights in connection with this option exercise, as reflected on Table I.

(3) The option vested in four equal annual installments, with the first group vesting on January 26, 2001.

(4) The option vested in four equal annual installments, with the first group vesting on December 6, 2001.

(5) The option vested in four equal annual installments, with the first group vesting on January 17, 2003.

(6) The option vested in four equal annual installments, with the first group vesting on December 2, 2003.

(7) The option vested in four equal annual installments, with the first group vesting on December 2, 2004.

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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