

HORMEL FOODS CORP /DE/

Form 4

February 23, 2016

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gentzler Roland G

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)
02/19/2016

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
VP and Treasurer

AUSTIN, MN 55912

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
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)
Common Stock	02/19/2016		M	40,000 A	\$ 60,972.14 10.035 (1)	D	
Common Stock	02/19/2016		F	9,358 D	\$ 42.89 51,614.14	D	
Common Stock	02/19/2016		F	11,488 D	\$ 42.89 40,126.14	D	
Common Stock	02/23/2016		S	19,154 D	\$ 43.505 20,972.14 (2)	D	
Common Stock					8,261.582 (1)	I	401(K) Plan

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Common Stock	21,095.286 (1)	I	JEPST Plan
Common Stock	1,337.916 (1) (3)	I	Custodial accounts for grandchildren

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)	8. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 10.035 (1)	02/19/2016		M	40,000 (1)	(4) 12/04/2017	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships
Gentzler Roland G 1 HORMEL PLACE AUSTIN, MN 55912	Director 10% Owner Officer Other VP and Treasurer

Signatures

Roland G. Gentzler, by Power of
Attorney 02/23/2016
**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).

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- (1) Reflects the two-for-one stock split effective January 27, 2016.

Reflects the weighted average price of 19,154 shares of common stock of Hormel Foods Corporation sold by the reporting person in multiple transactions on February 23, 2016 with sale prices ranging from \$43.46 to \$43.58 per share. The reporting person undertakes to

- (2) provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

These shares are held in trust for the benefit of the reporting person's grandchildren. The reporting person disclaims beneficial ownership

- (3) of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

- (4) The option vested in four equal annual installments, with the first group vesting on December 4, 2008.

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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