## Edgar Filing: MARVIN SUSAN I - Form 4

MARVIN SU	ISAN I										
Form 4	0										
April 02, 2010									OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287				
	Check this box									January 31,	
if no longer subject to Section 16. Form 4 or				ANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: 2005 Estimated average burden hours per		
Form 5		rsuant to	Section 16	5(a) of the	Securiti	es Exc	hang	ge Act of 1934,	response	0.5	
obligation may contin <i>See</i> Instruc	s Section 17	(a) of the		ility Hold	ing Com	pany A	Act of	f 1935 or Section	n		
1(b).											
(Print or Type Ro	esponses)										
				2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			HORMEL FOODS CORP /DE/ [HRL]					(Check all applicable)			
(Last)	(First) (	Middle)	3. Date of Earliest TransactionX_				X Director				
1 HORMEL PLACE			(Month/Day/Year) 03/31/2010					Officer (give title Other (specify below) below)			
				If Amendment, Date Original iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
AUSTIN, MI	N 55912							_X_ Form filed by W Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuritie	es Aco	quired, Disposed of	f, or Beneficia	lly Owned	
(Instr. 3) any				4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D) I	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock								18,056 <u>(3)</u>	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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
Phantom Stock Units	(1)	03/31/2010		А	637.35	<u>(1)</u>	(1)	Common Stock	13,499.01 (2)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARVIN SUSAN I 1 HORMEL PLACE AUSTIN, MN 55912	Х						
Signatures							
Susan I. Marvin, by Power of Attorney		04/02/20	010				

\*\*Signature of Reporting Person

## **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).

Date

Each share of phantom stock is the equivalent of one share of common stock. The shares of phantom stock become payable in common stock in one lump sum, or in up to ten annual installments, at the election of the reporting person, on February 15 of the year following

- termination of service as a director, or such later date as is elected by the reporting person. In addition, the shares of phantom stock become payable in common stock in one lump sum immediately upon a director's separation from service within six months following a change of control (as defined in the Plan).
- (2) Reflects additional phantom stock units received by the Reporting Person upon conversion of dividend equivalents from December 31, 2009 to the present.
- (3) Of the shares being reported, 12,500 shares are subject to certain restrictions (including possible forfeiture) applicable to restricted stock grants under the 2000 Stock Incentive Plan, the 2009 Long-Term Incentive Plan, and the Restricted Stock Award Agreements.

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.