ALLEN JOHN W

Form 4

January 30, 2003

FORM 4

__ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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| r | | | - | | |
|----------------|---------------|----------------|--|--|--|
| | | | | | 6. Relationship of Reporting Person(s) to Issuer |
| | | | | | (Check all applicable) |
| | | | | | X Director |
| 1. Name and a | Address of Re | porting | | | 10% Owner |
| Allen, | John | w | Issuer Name and Ticker or Trading Symbol | | _ Officer (give title below) |
| (Last) | (First) | (Middle) | Hormel Foods Corporation | 4. Statement for (Month/Day/Year) | _ Other (specify below) |
| 1 | Hormel Plac | e | HRL | January 28, 2003 | (,/ |
| | (Street) | | | | - |
| Austin, (City) | MN (State) | 55912 (Zip) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 5. If Amendment, Date of Original (Month/Day/Year) | 7. 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

| Title of Security | 2. Transaction Date (Month/Day/ | 2A. Deemed Execution Date, if any (Month/Day/ Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) | Owned Following Reported Transaction(s) | Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-------------------|---------------------------------------|---|--------------------------------|---|--|----------------------------------|---|
|-------------------|---------------------------------------|---|--------------------------------|---|--|----------------------------------|---|

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| | | Code | V | Amount | (A) or (D) | Price | | | |
|-----------------|---------|------|---|--------|------------|-----------|----------|---|---------------------------|
| Common Stock | 1-28-03 | M | | 2,000 | A | \$11.9375 | | | |
| Common Stock | 1-28-03 | F | | 1,095 | D | \$21.80 | | | |
| Common Stock | 1-28-03 | G | V | 905 | D | | 1,288(1) | D | |
| Common Stock | 1-28-03 | G | V | 905 | A | | 8,921 | I | Wife's Living Trust |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | 2. | | | 4. Transa Code (Instr. | acti | of Deri Secu Acq (A) (Disp oonf (I (Inst | osed O) r. 3, 4 | 6. Date Exer Expiration D (Month/Day/ | cisable and ate | 7. Title an Amount of Underlyin Securities (Instr. 3 ar | f g | | Belleficially | 10. Ownership Form of Derivative | |
|---------------------------------------|---|------------------------------------|---|---------------------------------|------|--|-----------------------|---|--------------------|---|--------------|---------------------------------|-----------------------|---|--|
| Derivative Security | Conversion or Exercise Price of Derivative Security | Transaction Date (Month/Day/ | 3A. Deemed Execution Date, if any (Month/Day/ Year) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | or Number | 8. Price of Derivative Security | Following Reported | Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. No of Ind Benef Owne (Instr. |
| Stock Options (Right to Buy) | \$11.9375 | 1-28-03 | | М | | | 2,000 | 8-1-93 | 2-1-03 | Common Stock | 2,000 | \$11.9375 | -0- | D | |
| | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
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| | | | | | | | | | | | | | | | |

| Exp | lanation | of Re | sponses: |
|-----|----------|-------|----------|

(1) The 1,288 shares being reported are subject to certain restrictions (including possible forfeiture) applicable to restricted stock grants under the Nonemployee Director Stock Option and Award Plan.

James W. Cavanaugh, Power of Attorney for John W. Allen

1-28-03

** Signature of Reporting Person

Date

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| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. |
|---|
| * If the form is filed by more than one reporting person, <i>see</i> 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). |
| Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure. |
| http://www.sec.gov/divisions/corpfin/forms/form4.htm |
| Last update: 09/05/2002 |