

Section 5 – CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.05 Amendments to the Registrant’s Code of Ethics, or Waiver of a Provision of the Code of Ethics

On January 29, 2019, the Board of Directors of Hormel Foods Corporation (the “Company”) approved an amended Code of Ethical Business Conduct (the “Code”). The Code is applicable to all employees, officers and directors of the Company and its subsidiaries, including the Company’s principal executive officer, principal financial officer and principal accounting officer. The Code was amended to improve readability and more clearly communicate the Company’s expectations regarding ethical business conduct. The Code is also organized by subject matter, including examples, to make it easier for Company personnel to find and apply applicable guidance. The Code does not materially change the responsibilities and obligations that applied previously.

The foregoing description is qualified in its entirety by reference to the Code, which is attached hereto as Exhibit 99. The Code is also available on the Company’s website at www.hormelfoods.com/responsibility/ethics-governance-and-risk/.

Item 5.07 Submission of Matters to a Vote of Security Holders

The Company conducted its annual stockholders’ meeting on January 29, 2019.

At the annual meeting, 514,405,545 shares were represented (96.2 percent of the 534,595,685 shares outstanding and entitled to vote). Three items were considered at the meeting and the results of the voting were as follows:

Election of Directors: The nominees in the proxy statement were: Gary C. Bhojwani, Terrell K. Crews, Glenn S. Forbes, M.D., Stephen M. Lacy, Elsa A. Murano, Ph.D., Robert C. Nakasone, Susan K. Nestegard, William A. Newlands, Dakota A. Pippins, Christopher J. Policinski, Sally J. Smith, James P. Snee, and Steven A. White. The results were as follows:

| DIRECTOR: | FOR | AGAINST | ABSTAIN | BROKER NON-VOTE |
|---------------------------|-------------|-----------|-----------|-----------------|
| Gary C. Bhojwani | 461,436,537 | 919,750 | 378,865 | 51,670,393 |
| Terrell K. Crews | 459,817,673 | 2,660,920 | 256,559 | 51,670,393 |
| Glenn S. Forbes, M.D. | 461,738,303 | 737,069 | 259,780 | 51,670,393 |
| Stephen M. Lacy | 458,548,972 | 3,919,880 | 266,300 | 51,670,393 |
| Elsa A. Murano, Ph.D. | 460,620,459 | 1,862,373 | 252,320 | 51,670,393 |
| Robert C. Nakasone | 456,404,284 | 5,945,618 | 385,250 | 51,670,393 |
| Susan K. Nestegard | 461,116,589 | 955,854 | 662,709 | 51,670,393 |
| William A. Newlands | 461,640,822 | 827,621 | 266,709 | 51,670,393 |
| Dakota A. Pippins | 458,858,630 | 3,603,138 | 273,384 | 51,670,393 |
| Christopher J. Policinski | 461,057,365 | 1,416,666 | 261,121 | 51,670,393 |
| Sally J. Smith | 461,402,436 | 1,083,385 | 249,331 | 51,670,393 |
| James P. Snee | 457,466,891 | 1,998,049 | 3,270,212 | 51,670,393 |
| Steven A. White | 461,144,657 | 1,332,273 | 258,222 | 51,670,393 |

2. Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending October 27, 2019:

For: 508,618,349

Against: 5,102,605

Abstain: 684,591

3. Advisory vote on the compensation of the Company's Named Executive Officers, as disclosed in the Company's 2019 annual meeting proxy statement (as filed with the Securities and Exchange Commission on December 19, 2018):

For: 456,289,949

Against: 5,554,465

Abstain: 890,738

Broker Non-Vote: 51,670,393

Item 9.01 Exhibits

(d) Exhibits furnished pursuant to Item 5.05

99 Amended Code of Ethical Business Conduct

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

HORMEL FOODS CORPORATION
(Registrant)

Dated: February 1, 2019 By /s/ JAMES N. SHEEHAN

JAMES N. SHEEHAN

Executive Vice President and
Chief Financial Officer

Dated: February 1, 2019 By /s/ JANA L. HAYNES

JANA L. HAYNES

Vice President and Controller