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CONAGRA FOODS INC /DE/ Form 3 October 17, 2013 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB APPROVAL FORM 3 Washington, D.C. 20549 OMB

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

3235-0104 Number: January 31, Expires: 2005 Estimated average

0.5

burden hours per Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response...

(Print or Type Responses)

| 1. Name and Address of Reporting Person <u>*</u> BROWN THOMAS K | | | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol CONAGRA FOODS INC /DE/ [CAG] | | | | |
|--|----------|-----------------|---|---|--|-------------------------|---|--|
| (Last) | (First) | (Middle) | 10/15/2013 | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| C/O CONAGRA FOODS, INC., ONE CONAGRA DRIVE | | | | (Check all applicable) X Director 10% Owner | | | | |
| | (Street) | | | OfficerOther (give title below) (specify below) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person | |
| OMAHA,Â | NEA 6810 | 2 | | | | | Form filed by More than One Reporting Person | |
| (City) | (State) | (Zip) | Table I - N | Non-Derivati | ive Securiti | es Be | neficially Owned | |
| 1.Title of Secur (Instr. 4) | ity | | 2. Amount o Beneficially (Instr. 4) | | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Na Owne (Instr | • | |
| Common Sto | ock | | 0 | | D | Â | | |
| Reminder: Repo owned directly o | | ate line for ea | ch class of securities benefic | ially SI | EC 1473 (7-02 | .) | | |
| Persons who respond to the collection of information contained in this form are not required to respond unless the form display currently valid OMB control number. | | | | t | | | | |

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

| 1. Title of Derivative Security | 2. Date Exercisable and | 3. Title and Amount of | 4. | 5. | 6. Nature of Indirect |
|---------------------------------|-------------------------|------------------------|-------------|------------|-----------------------|
| (Instr. 4) | Expiration Date | Securities Underlying | Conversion | Ownership | Beneficial Ownership |
| | (Month/Day/Year) | Derivative Security | or Exercise | Form of | (Instr. 5) |
| | | (Instr. 4) | Price of | Derivative | |
| | | | Derivative | Security: | |

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| Date | Expiration | Title | Amount or | Security | Direct (D) |
|-------------|------------|-------|-----------|----------|-------------|
| Exercisable | Date | | Number of | | or Indirect |
| | | | Shares | | (I) |
| | | | | | (Instr. 5) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| BROWN THOMAS K C/O CONAGRA FOODS, INC. ONE CONAGRA DRIVE OMAHA, NE 68102 | ÂX | Â | Â | Â | | |
| Signatures | | | | | | |
| /s/ Lyn Rhoten, Attorney-in-fact | 10/17/ | /2013 | | | | |
| **Signature of Reporting Person | Da | ite | | | | |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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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Remarks:

Power of Attorney is attached as exhibit 24.1

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.