

Davis Michael Lee  
 Form 4  
 November 18, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Davis Michael Lee

(Last) (First) (Middle)

NUMBER ONE GENERAL MILLS BOULEVARD

(Street)

MINNEAPOLIS, MN 55426

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 GENERAL MILLS INC [GIS]

3. Date of Earliest Transaction (Month/Day/Year)  
 11/14/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP, Global Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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**

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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/14/2008		M			3,154	A	\$ 40.11	56,960.48	D	
Common Stock	11/14/2008		S			3,154	D	\$ 67.2044 <u>(1)</u>	53,806.48	D	
Common Stock	11/14/2008		M			16,250	A	\$ 41.5	70,056.48	D	
Common Stock	11/14/2008		S			16,250	D	\$ 67.2044 <u>(1)</u>	53,806.48	D	
	11/14/2008		M			37,500	A	\$ 34.56	91,306.48	D	

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Common Stock								
Common Stock	11/14/2008	S	37,500	D	\$ 67.2044 (1)	53,806.48	D	
Common Stock						14	I	by Child #1
Common Stock						14	I	by Child #2
Common Stock						2,921	I	by Trust (2)

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

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(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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 34.56	11/14/2008		M	37,500	12/13/2003 01/13/2010	Common Stock	37,500
Non-Qualified Stock Option (right to buy)	\$ 40.11	11/14/2008		M	3,154	06/28/2003 07/28/2009	Common Stock	3,154
Non-Qualified Stock Option (right to buy)	\$ 41.5	11/14/2008		M	16,250	08/02/2003 09/01/2009	Common Stock	16,250

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Davis Michael Lee  
NUMBER ONE GENERAL MILLS BOULEVARD  
MINNEAPOLIS, MN 55426

SVP, Global Human Resources

## Signatures

By: Trevor V. Gunderson For: Michael Lee  
Davis

11/18/2008

\_\_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).
- (1) Represents the weighted average of actual sale prices
  - (2) Held in Trust by the Trustee of the General Mills Savings Plan.
  - (3) Employee option (right to buy) granted by the Compensation Committee of Board of Directors of General Mills, Inc. under shareholder-approved stock option plans.

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.