

Pickens David T
Form 3
December 01, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Pickens David T

(Last) (First) (Middle)

5900 LAKE ELLENOR
DRIVE,Â P.O. BOX 593330

(Street)

ORLANDO,Â FLÂ 32859-3330

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/29/2004

3. Issuer Name **and** Ticker or Trading Symbol

DARDEN RESTAURANTS INC [DRI]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other
(give title below) (specify below)

President, Olive Garden

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 Beneficially Owned

1.Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

34,523

D

Â

Common Stock

593

I

Savings Plan ⁽¹⁾

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

SEC 1473 (7-02)

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

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

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of

5. Ownership
Form of
Derivative

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	11/29/1998	05/29/2008	Common Stock	2,909	\$ 10.4	D	Â
Stock Option (Right to Buy)	06/23/2000 ⁽²⁾	06/23/2008	Common Stock	19,500	\$ 10.44	D	Â
Stock Option (Right to Buy)	11/28/1999	05/28/2009	Common Stock	2,570	\$ 14.08	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	7,500	\$ 14.63	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	8,250	\$ 14.63	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	21,750	\$ 14.63	D	Â
Stock Option (Right to Buy)	09/27/2001 ⁽²⁾	09/27/2009	Common Stock	6,135	\$ 12.75	D	Â
Stock Option (Right to Buy)	06/21/2002 ⁽²⁾	06/21/2010	Common Stock	45,600	\$ 10.5	D	Â
Stock Option (Right to Buy)	06/20/2003 ⁽²⁾	06/20/2011	Common Stock	48,000	\$ 17.09	D	Â
Stock Option (Right to Buy)	06/19/2004 ⁽²⁾	06/19/2012	Common Stock	35,000	\$ 27.27	D	Â
Stock Option (Right to Buy)	06/19/2005 ⁽²⁾	06/19/2013	Common Stock	31,500	\$ 19.32	D	Â
Stock Option (Right to Buy)	06/15/2006 ⁽²⁾	06/15/2014	Common Stock	31,500	\$ 21.16	D	Â
Phantom Stock Units	Â ⁽³⁾	Â ⁽⁴⁾	Common Stock	1,099 ⁽¹⁾	\$ ⁽⁵⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pickens David T 5900 LAKE ELLENOR DRIVE P.O. BOX 593330 ORLANDO, FL 32859-3330	Â	Â	Â President, Olive Garden	Â

Signatures

Douglas E. Wentz, Attorney-in-fact for PICKENS, DAVID T., 5900 Lake Ellenor Drive, P.O.
Box 593330, Orlando, FL 32859-3330, Darden Restaurants, Inc. (DRI)

12/01/2004

____Signature of Reporting Person

Date

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).

The number of shares reported is based on a plan statement dated November 16, 2004 and is derived from an undivided interest in a fund

- (1) consisting of both Darden common stock and a small cash position that fluctuates from time to time. The number of shares reported may change based on the size of the cash position at the time of reporting.
- (2) The option vests in three equal annual installments beginning the date indicated.
- (3) Immediate.
- (4) Acquired pursuant to Darden's FlexComp deferred compensation plan. Shares of phantom stock are payable in cash following termination of employment with Darden Restaurants, Inc.
- (5) The actual conversion rate is 1-for-1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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