### Edgar Filing: GENERAL MILLS INC - Form 4

GENERAL N	AILLS INC										
Form 4	1 2000										
September 24	· _								OMB AI	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287				
Check this box if no longer subject to Section 16. Section 16.				IANGES IN BENEFICIAL OWNERS				NERSHIP OF	Expires: Januar Estimated average burden hours per		
Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p s Section 1	7(a) of the		ility Hold	ling Con	ipany	Act o	ge Act of 1934, of 1935 or Sectio 40	response n	0.5	
(Print or Type R	esponses)										
ROSE MICHAEL D Sym				2. Issuer Name <b>and</b> Ticker or Trading ymbol GENERAL MILLS INC [GIS]				5. Relationship of Reporting Person(s) to Issuer			
(Last)				of Earliest Transaction			(Check all applicable)				
(			(Month/Day/Year) 09/22/2008					X_ Director 10% Owner Officer (give title Other (specify below) below)			
				If Amendment, Date Original led(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
MEMPHIS,	TN 38120							Form filed by M Person	Aore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securi	ties Ac	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transactio Code (Instr. 8)	4. Securi	ties l (A) o l of (D 4 and (A) or	or ))	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	
Common Stock	09/22/2008			A <u>(1)</u>	1,321 (2)	(D) A	\$ 0 (1)	12,665.0532	D		

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

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

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

### **Reporting Owners**

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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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 68.17	09/22/2008		A <u>(3)</u>	6,602	09/28/2009	09/22/2018	Common Stock	6,6

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ROSE MICHAEL D 1000 RIDGEWAY LOOP, STE 108 MEMPHIS, TN 38120	Х					
Signatures						
By: Trevor V. Gunderson For: Micha Rose	el D.	09/24/2008				
<b>**</b> Signature of Reporting Person		Da	ate			
Evenlaw attack of Decays		_				

## **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) Automatic grant of restricted stock under the General Mills, Inc. 2006 Compensation Plan for Non-Employee Directors.
- (2) Following vest, on date(s) selected in advance by Reporting Person, Reporting Person will receive one share of common stock for each restricted stock unit.
- (3) Automatic grant of Non-Employee Director stock option (right to buy) under the General Mills, Inc. 2006 Compensation Plan for Non-Employee Directors.

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.