



**Edgar Filing: DARDEN RESTAURANTS INC - Form 4**

[X] 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 (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
		Code	V	Amount	or (D)

Common Stock

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

Edgar Filing: DARDEN RESTAURANTS INC - Form 4

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Stock Option (Right to buy)	\$24.16	09/19/02	A V	3,000	09/19/03 09/19/12	Common Stock 3,000
Phantom Stock Units	1-for-1	09/19/02	A V	4,139	(2) (2)	Common Stock 4,139

Explanation of Responses:

(1) Represents amount of securities beneficially owned as of 9/19/02.

(2) The reporting person elected to defer a portion of the annual director's grant under the Darden Restaurants, Inc. Compensation Plan for Non-Employee Directors to be paid out in Darden Restaurants, Inc. common stock upon the reporting person's termination of board service.

(3) Includes phantom stock units acquired pursuant to a dividend equivalent reinvestment feature of the Darden Restaurants, Inc., Compensation Plan for

Edgar Filing: DARDEN RESTAURANTS INC - Form 4

Non-Employee Directors.

/s/ Douglas E. Wentz

09/23/02

-----  
\*\*Signature of Reporting Person

-----  
Date

BY: DOUGLAS E. WENTZ, Attorney-in-fact

for HUGHES, DAVID H.  
5900 LAKE ELLENOR DRIVE  
P.O. BOX 593330  
ORLANDO, FLORIDA 32859-3330  
DARDEN RESTAURANTS, INC. (DRI)  
09/19/2002

\*\* Intentional misstatements or omissions of facts constitute Federal  
Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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