

BURNS LAUIRE B  
Form 4  
January 14, 2005

**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 \*  
BURNS LAUIRE B

2. Issuer Name and Ticker or Trading Symbol  
DARDEN RESTAURANTS INC [DRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5900 LAKE ELLENOR DRIVE, P.O. BOX 593330

3. Date of Earliest Transaction (Month/Day/Year)  
01/12/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP & President, Bahama Breeze

(Street)  
ORLANDO, FL 32859-3330

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/12/2005		M		15,000	A	\$ 14.0416
							61,569.27
Common Stock	01/12/2005		S		15,000	D	\$ 28.5018
							46,569.27
Common Stock	01/12/2005		M		3,024	A	\$ 14.0416
							49,593.27
Common Stock	01/12/2005		S		3,024	D	\$ 28.5018
							46,569.27
Common Stock	01/12/2005		M		3,750	A	\$ 14.625
							50,319.27

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Common Stock    01/12/2005          S    3,750    D    \$ 28.5018    46,569.27    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.**

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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 Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option (Right to Buy)	\$ 14.0416	01/12/2005		M	15,000	04/19/2001 <sup>(1)</sup> 04/19/2009	Common Stock	15,000	
Stock Option (Right to Buy)	\$ 14.0416	01/12/2005		M	3,024	04/19/2001 <sup>(1)</sup> 04/19/2009	Common Stock	3,024	
Stock Option (Right to Buy)	\$ 14.625	01/12/2005		M	3,750	06/22/2001 <sup>(2)</sup> 06/22/2009	Common Stock	3,750	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURNS LAUIRE B 5900 LAKE ELLENOR DRIVE P.O. BOX 593330 ORLANDO, FL 32859-3330			SVP & President, Bahama Breeze	

## Signatures

Paula J. Shives, Attorney-in-fact for BURNS, LAURIE B., 5900 Lake Ellenor Drive, P.O.  
Box 593330, Orlando, FL 32859-3330, Darden Restaurants, Inc. (DRI)

01/14/2005

\_\_\_\_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) The option vests in three equal annual installments beginning 4/19/2001.
  - (2) The option vests in three equal annual installments beginning 6/22/2001.

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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