

GENERAL MILLS INC  
Form 8-K  
March 25, 2005

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

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**FORM 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 23, 2005

**GENERAL MILLS, INC.**

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(Exact Name of Registrant as Specified in its Charter)

Delaware

1-1185

41-0274440

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(State of Incorporation)

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(Commission  
File Number)

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(IRS Employer  
Identification No.)

Number One General Mills Boulevard  
Minneapolis, Minnesota  
(Mail: P.O. Box 1113)

55426  
(Mail: 55440)

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(Address of Principal Executive Offices)

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(Zip Code)

Registrant's telephone number, including area code: (763) 764-7600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17CFR230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR240.14d-2(b))

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- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR240.13e-4(c))

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**Item 8.01 Other Events.**

On March 23, 2005, General Mills, Inc. announced that it had commenced a cash tender offer for up to \$500 million aggregate principal amount of its outstanding 6% notes due 2012. A copy of a press release dated March 23, 2005 related to the tender offer is filed with this Current Report as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

- (c) Exhibits

Exhibit 99.1 Press release of General Mills, Inc. dated March 23, 2005.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 24, 2005

GENERAL MILLS, INC.

Item 9.01 Financial Statements and Exhibits.

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By: /s/ Siri S. Marshall

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Name: Siri S. Marshall  
Title: Senior Vice President, Corporate  
Affairs  
and General Counsel

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EXHIBIT INDEX

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Press release of General Mills, Inc. dated March 23, 2005.

