DARDEN RESTAURANTS INC

Form 4 June 07, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[]	Check box if no longer s	ubject to Sectic	n 16.	Form 4 or Form 5 obligation						
	may continue. See Instruc			,						
1.	Name and Address of Repor	ting Person*								
McGillicudy		Cornelius								
(]	Last)	(First)		(Middle)						
5900	LAKE ELLENOR DRIVE, P.O.	BOX 593330								
		(Street)								
ORLAN	NDO	FL		32859-3330						
((City)	(State)		(Zip)						
DARDEN RESTAURANTS, INC. (DRI)										
2. Issuer Name and Ticker or Trading Symbol										
3.	IRS Identification Number			if an Entity (Voluntary)						
5/200	01									
4.	Statement for Month/Year									
5.	5. If Amendment, Date of Original (Month/Year)									
6.	Relationship of Reporting (Check all applicable)	Person to Issue	er							
	<pre>[X] Director [_] Officer (give title)</pre>	below)		10% Owner Other (specify below)						

7. Individual or Joint/Group Filing [X] Form filed by one Reporting [_] Form filed by more than one	_						
Table I Non-Derivative or Bener	=						
	2.	Code		4. Securities Acq Disposed of (D (Instr. 3, 4 a) nd 5)	d 5)	
1.	Z. Transaction				(A)		
Title of Security (Instr. 3)	Date (mm/dd/yy)	Code	V	Amount	or (D)	Price	
Common Stock	5/25/01	1 J	V	189.829	A 	\$28.71	
	-=======	======		========			
* If the Form is filed by more that 4 (b) (v) .	an one Reportin	ng Person	, see	Instruction			
Reminder: Report on a separate line owned directly or indirect		of secur	ities	beneficially			
(Print or Type Response) (Over)							

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) ______ 2. 5. Conver-7. Number of Title and Amount sion Derivative 6. of Underlying or 1. Title of Derivative Security (Instr. 3) Code V (A) (D) cisable Date Title Shares ity Year) ______ Explanation of Responses: The Reporting Person elected to defer a portion of the quarterly Director's compensation under the Darden Restaurants, Inc. Compensation Plan for Non-Employee Directors, for an equivalent value in Darden Restauarant, Inc. common stock. Date **Signature of Reporting Person

BY: PAULA SHIVES, Attorney-in-fact

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5900 LAKE ELLENOR DRIVE
P.O. BOX 593330
ORLANDO, FLORIDA 32859-3330
DARDEN RESTAURANTS, INC. (DRI)
5/2001

** 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.