GENERAL MILLS INC

Form 4 July 01, 2014

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

response...

Estimated average

burden hours per

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Church John R			2. Issuer Name and Ticker or Trading Symbol GENERAL MILLS INC [GIS]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
NUMBER ONE GENERAL MILLS		AL MILLS	(Month/Day/Year) 06/28/2014	Director 10% Owner Officer (give title Other (specify			
BOULEVARI	D			below) below) Executive Vice President			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MINNEAPOLIS, MN 55426			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	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. Transacti Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(==========			
Common Stock	06/28/2014		F	1,714	D	\$ 52.31	78,482	D			
Common Stock	06/28/2014		D	6,756	D	\$ 52.31	71,726	D			
Common Stock	06/28/2014		M	6,756	A	\$ 0 (1)	78,482	D			
Common Stock	06/28/2014		G V	9,024	D	\$ 0	69,458	D			
Common Stock							4,570	I	by Trust		

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Common Stock							3,121	I	by Trust 1 (3)
Common Stock	06/28/2014	G	V	9,024	A	\$ 0	47,120	I	by Trust 2

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

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SEC 1474

(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. Transacti Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	⁷ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 (1)	06/28/2014		M	(6,756	06/28/2014	06/28/2014	Common Stock	6,756

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Church John R NUMBER ONE GENERAL MILLS BOULEVARD MINNEAPOLIS, MN 55426

Executive Vice President

Relationships

Signatures

By: Christopher A Rauschl For: John R Church 07/01/2014

**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).

Reporting Owners 2

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- (1) Each restricted stock unit is the economic equivalent of one share of General Mills, Inc. common stock.
- (2) Held in Trust by the Trustee of the General Mills Savings Plan.
- (3) Held in Trust for the benefit of the reporting person's spouse by the Trustee of the General Mills Savings Plan.
- (4) Shares held in revocable trusts for the benefit of the reporting person and his spouse. The reporting person and his spouse are trustees of the trusts.

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.