

Edgar Filing: DARDEN RESTAURANTS INC - Form 3

DARDEN RESTAURANTS INC

Form 3

April 10, 2002

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

FORM 3

INITIAL STATEMENT OF 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

MADSEN	ANDREW	H.
-----	-----	-----
(Last)	(First)	(Middle)
5900 LAKE ELLENOR DRIVE		
PO. BOX 593330		

	(Street)	
ORLANDO	FL	32859-3330
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(City)	(State)	(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

4/1/2002

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

DARDEN RESTAURANTS, INC. (DRI)

5. Relationship of Reporting Person to Issuer
(Check all applicable)

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

President, Olive Garden

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person

Form Filed by More than One Reporting Person

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Table I -- Non-Derivative Securities Beneficially Owned

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1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature (Instr.)
Common Stock	19,835.72	D	

* If the Form is filed by more than one Reporting Person, see Instruction 5(b)(v).

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

(Print of Type Responses)

(Over)

FORM 3 (continued)

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Deriv Secur
	Date Exer- cisable	Expira- tion Date		
Stock Options (Right to buy)	1 06/21/02	06/21/10	Common Stock 5,000	\$15.75
Stock Options (Right to buy)	1 06/21/02	06/21/10	Common Stock 40,000	\$15.75
Stock Options (Right to buy)	1 12/07/00	12/07/08	Common Stock 40,000	\$17.2188
Stock Options (Right to buy)	1 12/07/00	12/07/08	Common Stock 6,520	\$17.2188
Stock Options (Right to buy)	1 11/26/00	05/26/10	Common Stock 3,517	\$18.7188

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Stock Options (Right to buy)	11/28/99	05/28/09	Common Stock	1,230	\$21.125
Stock Options (Right to buy)	1 06/22/01	06/22/09	Common Stock	35,000	\$21.9375
Stock Options (Right to buy)	1 06/22/01	06/22/09	Common Stock	5,000	\$21.9375
Stock Options (Right to buy)	1 06/20/03	06/20/11	Common Stock	42,000	\$25.635

Explanation of Responses:

1 This option becomes exercisable in equal installments of 33 1/3% per year, beginning on the stated exercisable date.

/s/ Douglas E. Wentz

4/10/2002

**Signature of Reporting Person

Date

BY: Douglas E. Wentz, Attorney-in-fact

MADSEN, ANDREW H.
5900 LAKE ELLENOR DRIVE
P.O. BOX 593330
ORLANDO, FL 32859-3330
DARDEN RESTAURANTS, INC. (DRI)
4/01/2002

** 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.

(Print of Type Responses)

Page 2