

GENERAL MILLS INC
Form 3
May 07, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â HARMENING JEFFREY L | | (Month/Day/Year) | GENERAL MILLS INC [GIS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/01/2014 | | |
| NUMBER ONE GENERAL MILLS BOULEVARD | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| MINNEAPOLIS,Â MNÂ 55426 | | | Executive Vice President | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 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 of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 75,923.528 | D | Â |
| Common Stock | 326.262 | I | by Trust 1 |
| Common Stock | 19,654 | I | by Trust 2 |

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

SEC 1473 (7-02)

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.

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 | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|--|--|--|---------------|--------------|----------------------------------|
|--|--|--|---------------|--------------|----------------------------------|

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| | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|---|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Non-Qualified Stock Option (right to buy) | 06/26/2010 | 07/26/2016 | Common Stock | 30,876 | \$ 25.63 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/29/2013 | 07/29/2019 | Common Stock | 61,294 | \$ 27.92 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/25/2011 | 07/25/2017 | Common Stock | 33,150 | \$ 29.395 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/23/2012 | 07/23/2018 | Common Stock | 55,260 | \$ 31.7 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/28/2015 | 07/28/2021 | Common Stock | 44,147 | \$ 37.21 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/28/2014 | 07/28/2020 | Common Stock | 45,397 | \$ 37.4 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/26/2016 | 07/26/2022 | Common Stock | 47,306 | \$ 38.15 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/25/2017 | 07/25/2023 | Common Stock | 37,895 | \$ 48.33 | D | Â |
| Restricted Stock Units | 06/28/2014 | 06/28/2014 | Common Stock | 4,540 | \$ 0 ⁽¹⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HARMENING JEFFREY L NUMBER ONE GENERAL MILLS BOULEVARD MINNEAPOLIS, MN 55426 | Â | Â | Â Executive Vice President | Â |

Signatures

By: Christopher A Rauschl For: Jeffrey L Harmening 05/07/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Each restricted stock unit is the economic equivalent of one share of General Mills, Inc. common stock.

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.