

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

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**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)<br>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 <sup>(1)</sup>                      | D  | Â                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| HARMENING JEFFREY L<br>NUMBER ONE GENERAL MILLS BOULEVARD<br>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.

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