HOPE RICHARDS JUDITH

Form 4

September 27, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16.

Check this box

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HOPE RICHARDS JUDITH

2. Issuer Name and Ticker or Trading Symbol

GENERAL MILLS INC [GIS]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Last)

(City)

(Instr. 3)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

X_ Director 10% Owner Officer (give title Other (specify

(Check all applicable)

(Month/Day/Year) 09/26/2005

PAUL. HASTINGS, JANOFSKY & WALKER, LLP, 875 15TH STREET

(Street)

(State)

N.W., 10TH FLOOR

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

WASHINGTON, DC 20005

1. Title of Security 2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities Execution Date, if

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

7. Nature of 5. Amount of 6. Securities Ownership Indirect Beneficially Form: Beneficial Direct (D) Owned Ownership or Indirect Following (Instr. 4)

(A) or

Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

RESTRICTED **UNITS**

09/26/2005

(D) Price Code V Amount 1,000 $A^{(2)}$

(3)

<u>(2)</u> 24,002

D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: HOPE RICHARDS JUDITH - Form 4

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)	Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shar
OPTION TO BUY	\$ 45.78	09/26/2005		A(1)	10,000	09/25/2006	09/26/2015	COMMON STOCK	10,00

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HOPE RICHARDS JUDITH
PAUL, HASTINGS, JANOFSKY & WALKER, LLP
875 15TH STREET N.W., 10TH FLOOR
WASHINGTON, DC 20005

Signatures

Trevor Gunderson by Power of Attorney on behalf of JUDITH RICHARDS
HOPE
09/27/2005

Date

**Signature of Reporting Person

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).
- (1) Non-Employee Director option (right to buy) granted under the General Mills, Inc. 2001 Compensation Plan for Non-Employee Directors.
- (2) Restricted stock unit award granted under the General Mills, Inc. 2001 Compensation Plan for Non-Employee Directors by the Compensation Committee of the Board of Directors of General Mills, Inc. no set value.
- (3) Following retirement, on date(s) selected in advance by Reporting Person, Reporting Person shall be eligible to receive one share of common stock for each restricted stock unit.

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.

Reporting Owners 2