

Pickens David T
 Form 3
 December 01, 2004

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 Pickens David T		(Month/Day/Year)	DARDEN RESTAURANTS INC [DRI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
5900 LAKE ELLENOR DRIVE,Â P.O. BOX 593330			(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)
ORLANDO,Â FLÂ 32859-3330			President, Olive Garden	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	34,523	D	Â
Common Stock	593	I	Savings Plan ⁽¹⁾

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 Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	11/29/1998	05/29/2008	Common Stock	2,909	\$ 10.4	D	Â
Stock Option (Right to Buy)	06/23/2000 ⁽²⁾	06/23/2008	Common Stock	19,500	\$ 10.44	D	Â
Stock Option (Right to Buy)	11/28/1999	05/28/2009	Common Stock	2,570	\$ 14.08	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	7,500	\$ 14.63	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	8,250	\$ 14.63	D	Â
Stock Option (Right to Buy)	06/22/2001 ⁽²⁾	06/22/2009	Common Stock	21,750	\$ 14.63	D	Â
Stock Option (Right to Buy)	09/27/2001 ⁽²⁾	09/27/2009	Common Stock	6,135	\$ 12.75	D	Â
Stock Option (Right to Buy)	06/21/2002 ⁽²⁾	06/21/2010	Common Stock	45,600	\$ 10.5	D	Â
Stock Option (Right to Buy)	06/20/2003 ⁽²⁾	06/20/2011	Common Stock	48,000	\$ 17.09	D	Â
Stock Option (Right to Buy)	06/19/2004 ⁽²⁾	06/19/2012	Common Stock	35,000	\$ 27.27	D	Â
Stock Option (Right to Buy)	06/19/2005 ⁽²⁾	06/19/2013	Common Stock	31,500	\$ 19.32	D	Â
Stock Option (Right to Buy)	06/15/2006 ⁽²⁾	06/15/2014	Common Stock	31,500	\$ 21.16	D	Â
Phantom Stock Units	Â ⁽³⁾	Â ⁽⁴⁾	Common Stock	1,099 ⁽¹⁾	\$ ⁽⁵⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pickens David T 5900 LAKE ELLENOR DRIVE P.O. BOX 593330 ORLANDO, FL 32859-3330	Â	Â	Â President, Olive Garden	Â

Signatures

Douglas E. Wentz, Attorney-in-fact for PICKENS, DAVID T., 5900 Lake Ellenor Drive, P.O.
Box 593330, Orlando, FL 32859-3330, Darden Restaurants, Inc. (DRI)

12/01/2004

__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).

- The number of shares reported is based on a plan statement dated November 16, 2004 and is derived from an undivided interest in a fund
- (1) consisting of both Darden common stock and a small cash position that fluctuates from time to time. The number of shares reported may change based on the size of the cash position at the time of reporting.
 - (2) The option vests in three equal annual installments beginning the date indicated.
 - (3) Immediate.
 - (4) Acquired pursuant to Darden's FlexComp deferred compensation plan. Shares of phantom stock are payable in cash following termination of employment with Darden Restaurants, Inc.
 - (5) The actual conversion rate is 1-for-1.

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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