

LEE EUGENE I JR
Form 4
October 03, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
LEE EUGENE I JR

2. Issuer Name and Ticker or Trading Symbol
DARDEN RESTAURANTS INC
[DRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5900 LAKE ELLENOR DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/01/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President, Specialty Rest Grp

ORLANDO, FL 32809

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 10/01/2007 | | A | 7,511 A \$ 0 7,511 | | D | |
| Common Stock | 10/01/2007 | | A | 4,957 A \$ 0 12,468 | | D | |
| Common Stock | 10/01/2007 | | A | 4,898 A \$ 0 17,366 | | D | |
| Common Stock | 10/01/2007 | | A | 12,362 A \$ 0 29,728 | | D | |
| Common Stock | 10/01/2007 | | A | 15,493 A \$ 0 45,221 | | D | |

| | | | | | | | |
|---|----------|------------|---|---------|------------|------------|-----------------|
| Non-Qualified Stock Option (Right to Buy) | \$ 35.51 | 10/01/2007 | A | 34,185 | 10/01/2007 | 02/08/2016 | Common Stock |
| Non-Qualified Stock Option (Right to Buy) | \$ 35.94 | 10/01/2007 | A | 32,115 | 10/01/2007 | 02/13/2017 | Common Stock |
| Non-Qualified Stock Option (Right-to-Buy) | \$ 43 | 10/01/2007 | A | 129,055 | 10/01/2010 | 10/01/2017 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LEE EUGENE I JR 5900 LAKE ELLENOR DRIVE ORLANDO, FL 32809 | | | President, Specialty Rest Grp | |

Signatures

By: Douglas E. Wentz , Attorney-in-Fact for Eugene I.
Lee, Jr. 10/03/2007

**Signature of Reporting Person Date

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).

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.