U.S. Department of Justice

Federal Bureau of Investigation
Washington, D.C. 20535

June 28, 2024

MR. JOHN R. GREENEWALD JR.
SUITE 1203
27305 WEST LIVE OAK ROAD
CASTAIC, CA 91384-4520

FOIPA Request No.: 1398509-000
Subject: General Mills Inc.

Dear Mr. Greenewald:

You were previously advised we were consulting with another agency concerning information located as a result of your Freedom of Information/Privacy Acts (FOIPA) request.

This consultation is complete and the enclosed material is being released to you with the appropriate exemption noted next to the redacted information pursuant to Title 5, United States Code, Section(s) 552/552a as noted below. Below you will find checked boxes under statute headings indicating the appropriate exemptions asserted to protect information which is exempt from disclosure. The checked exemption boxes used to withhold the information are further explained in the enclosed Explanation of Exemptions.

Section 552		Section 552a
☐ (b)(1)	☐ (b)(7)(A)	☐ (d)(5)
☐ (b)(2)	☐ (b)(7)(B)	☐ (j)(2)
☐ (b)(3)	☑ (b)(7)(C)	☐ (k)(1)
_____	☑ (b)(7)(D)	☐ (k)(2)
_____	☑ (b)(7)(E)	☐ (k)(3)
_____	☐ (b)(7)(F)	☐ (k)(4)
☐ (b)(4)	☐ (b)(8)	☐ (k)(5)
☐ (b)(5)	☐ (b)(9)	☐ (k)(6)
☑ (b)(6)		☐ (k)(7)

21 pages were reviewed and 21 pages are being released.

☑ The appropriate redactions were made by the Securities and Exchange Commission (SEC) and the Executive Office for U.S. Attorneys (EOUSA).

This is the final release of information responsive to your FOIPA request. This material is being provided to you at no charge.

Please refer to the enclosed FBI FOIPA Addendum for additional standard responses applicable to your request. **"Part 1"** of the Addendum includes standard responses that apply to all requests. **"Part 2"** includes additional standard responses that apply to all requests for records about yourself or any third party individuals. **"Part 3"** includes general information about FBI records that you may find useful. Also enclosed is our Explanation of Exemptions.

Additional information about the FOIPA can be found at www.fbi.gov/foia. Should you have questions regarding your request, please feel free to contact foipaquestions@fbi.gov. Please reference the FOIPA Request number listed above in all correspondence concerning your request.

If you are not satisfied with the Federal Bureau of Investigation's determination in response to this request, you may administratively appeal by writing to the Director, Office of Information Policy (OIP), United States Department of Justice, 441 G Street, NW, 6th Floor, Washington, D.C. 20530, or you may submit an appeal through OIP's FOIA STAR portal by creating an account following the instructions on OIP's website: https://www.justice.gov/oip/submit-and-track-request-or-appeal. Your appeal must be postmarked or electronically transmitted within ninety (90) days of the date of my response to your request. If you submit your appeal by mail, both the letter and the envelope should be clearly marked "Freedom of Information Act Appeal." Please cite the FOIPA Request Number assigned to your request so it may be easily identified.

You may seek dispute resolution services by emailing the FBI's FOIA Public Liaison at foipaquestions@fbi.gov. The subject heading should clearly state "Dispute Resolution Services." Please also cite the FOIPA Request Number assigned to your request so it may be easily identified. You may also contact the Office of Government Information Services (OGIS). The contact information for OGIS is as follows: Office of Government Information Services, National Archives and Records Administration, 8601 Adelphi Road-OGIS, College Park, Maryland 20740-6001, e-mail at ogis@nara.gov; telephone at 202-741-5770; toll free at 1-877-684-6448; or facsimile at 202-741-5769.

Sincerely,

Michael G. Seidel
Section Chief
Record/Information Dissemination Section
Information Management Division

Enclosures

FBI FOIPA Addendum

As referenced in our letter responding to your Freedom of Information/Privacy Acts (FOIPA) request, the FBI FOIPA Addendum provides information applicable to your request. Part 1 of the Addendum includes standard responses that apply to all requests. Part 2 includes standard responses that apply to requests for records about individuals to the extent your request seeks the listed information. Part 3 includes general information about FBI records, searches, and programs.

Part 1: The standard responses below apply to all requests:

(i) **5 U.S.C. § 552(c).** Congress excluded three categories of law enforcement and national security records from the requirements of the FOIPA [5 U.S.C. § 552(c)]. FBI responses are limited to those records subject to the requirements of the FOIPA. Additional information about the FBI and the FOIPA can be found on the www.fbi.gov/foia website.

(ii) **Intelligence Records**. To the extent your request seeks records of intelligence sources, methods, or activities, the FBI can neither confirm nor deny the existence of records pursuant to FOIA exemptions (b)(1), (b)(3), and as applicable to requests for records about individuals, PA exemption (j)(2) [5 U.S.C. §§ 552/552a (b)(1), (b)(3), and (j)(2)]. The mere acknowledgment of the existence or nonexistence of such records is itself a classified fact protected by FOIA exemption (b)(1) and/or would reveal intelligence sources, methods, or activities protected by exemption (b)(3) [50 USC § 3024(i)(1)]. This is a standard response and should not be read to indicate that any such records do or do not exist.

Part 2: The standard responses below apply to all requests for records on individuals:

(i) **Requests for Records about any Individual—Watch Lists.** The FBI can neither confirm nor deny the existence of any individual's name on a watch list pursuant to FOIA exemption (b)(7)(E) and PA exemption (j)(2) [5 U.S.C. §§ 552/552a (b)(7)(E), (j)(2)]. This is a standard response and should not be read to indicate that watch list records do or do not exist.

(ii) **Requests for Records about any Individual—Witness Security Program Records.** The FBI can neither confirm nor deny the existence of records which could identify any participant in the Witness Security Program pursuant to FOIA exemption (b)(3) and PA exemption (j)(2) [5 U.S.C. §§ 552/552a (b)(3), 18 U.S.C. 3521, and (j)(2)]. This is a standard response and should not be read to indicate that such records do or do not exist.

(iii) **Requests for Confidential Informant Records.** The FBI can neither confirm nor deny the existence of confidential informant records pursuant to FOIA exemptions (b)(7)(D), (b)(7)(E), and (b)(7)(F) [5 U.S.C.§ § 552 (b)(7)(D), (b)(7)(E), and (b)(7)(F)] and Privacy Act exemption (j)(2) [5 U.S.C.§ 552a (j)(2)]. The mere acknowledgment of the existence or nonexistence of such records would reveal confidential informant identities and information, expose law enforcement techniques, and endanger the life or physical safety of individuals. This is a standard response and should not be read to indicate that such records do or do not exist.

Part 3: General Information:

(i) **Record Searches and Standard Search Policy.** The Record/Information Dissemination Section (RIDS) searches for reasonably described records by searching systems, such as the Central Records System (CRS), or locations where responsive records would reasonably be found. The CRS is an extensive system of records consisting of applicant, investigative, intelligence, personnel, administrative, and general files compiled by the FBI per its law enforcement, intelligence, and administrative functions. The CRS spans the entire FBI organization, comprising records of FBI Headquarters, FBI Field Offices, and FBI Legal Attaché Offices (Legats) worldwide; Electronic Surveillance (ELSUR) records are included in the CRS. The standard search policy is a search for main entity records in the CRS. Unless specifically requested, a standard search does not include a search for reference entity records, administrative records of previous FOIPA requests, or civil litigation files.

a. *Main Entity Records* – created for individuals or non-individuals who are the subjects or the focus of an investigation
b. *Reference Entity Records*- created for individuals or non-individuals who are associated with a case but are not known subjects or the focus of an investigation

(ii) **FBI Records.** Founded in 1908, the FBI carries out a dual law enforcement and national security mission. As part of this dual mission, the FBI creates and maintains records on various subjects; however, the FBI does not maintain records on every person, subject, or entity.

(iii) **Foreseeable Harm Standard.** As amended in 2016, the Freedom of Information Act provides that a federal agency may withhold responsive records only if: (1) the agency reasonably foresees that disclosure would harm an interest protected by one of the nine exemptions that FOIA enumerates, or (2) disclosure is prohibited by law (5 United States Code, Section 552(a)(8)(A)(i)). The FBI considers this foreseeable harm standard in the processing of its requests.

(iv) **Requests for Criminal History Records or Rap Sheets.** The Criminal Justice Information Services (CJIS) Division provides Identity History Summary Checks – often referred to as a criminal history record or rap sheet. These criminal history records are not the same as material in an investigative "FBI file." An Identity History Summary Check is a listing of information taken from fingerprint cards and documents submitted to the FBI in connection with arrests, federal employment, naturalization, or military service. For a fee, individuals can request a copy of their Identity History Summary Check. Forms and directions can be accessed at www.fbi.gov/about-us/cjis/identity-history-summary-checks. Additionally, requests can be submitted electronically at www.edo.cjis.gov. For additional information, please contact CJIS directly at (304) 625-5590.

EXPLANATION OF EXEMPTIONS

SUBSECTIONS OF TITLE 5, UNITED STATES CODE, SECTION 552

(b)(1) (A) specifically authorized under criteria established by an Executive order to be kept secret in the interest of national defense or foreign policy and (B) are in fact properly classified to such Executive order;

(b)(2) related solely to the internal personnel rules and practices of an agency;

(b)(3) specifically exempted from disclosure by statute (other than section 552b of this title), provided that such statute (A) requires that the matters be withheld from the public in such a manner as to leave no discretion on issue, or (B) establishes particular criteria for withholding or refers to particular types of matters to be withheld;

(b)(4) trade secrets and commercial or financial information obtained from a person and privileged or confidential;

(b)(5) inter-agency or intra-agency memorandums or letters which would not be available by law to a party other than an agency in litigation with the agency;

(b)(6) personnel and medical files and similar files the disclosure of which would constitute a clearly unwarranted invasion of personal privacy;

(b)(7) records or information compiled for law enforcement purposes, but only to the extent that the production of such law enforcement records or information (A) could reasonably be expected to interfere with enforcement proceedings, (B) would deprive a person of a right to a fair trial or an impartial adjudication, (C) could reasonably be expected to constitute an unwarranted invasion of personal privacy, (D) could reasonably be expected to disclose the identity of confidential source, including a State, local, or foreign agency or authority or any private institution which furnished information on a confidential basis, and, in the case of record or information compiled by a criminal law enforcement authority in the course of a criminal investigation, or by an agency conducting a lawful national security intelligence investigation, information furnished by a confidential source, (E) would disclose techniques and procedures for law enforcement investigations or prosecutions, or would disclose guidelines for law enforcement investigations or prosecutions if such disclosure could reasonably be expected to risk circumvention of the law, or (F) could reasonably be expected to endanger the life or physical safety of any individual;

(b)(8) contained in or related to examination, operating, or condition reports prepared by, on behalf of, or for the use of an agency responsible for the regulation or supervision of financial institutions; or

(b)(9) geological and geophysical information and data, including maps, concerning wells.

SUBSECTIONS OF TITLE 5, UNITED STATES CODE, SECTION 552a

(d)(5) information compiled in reasonable anticipation of a civil action proceeding;

(j)(2) material reporting investigative efforts pertaining to the enforcement of criminal law including efforts to prevent, control, or reduce crime or apprehend criminals;

(k)(1) information which is currently and properly classified pursuant to an Executive order in the interest of the national defense or foreign policy, for example, information involving intelligence sources or methods;

(k)(2) investigatory material compiled for law enforcement purposes, other than criminal, which did not result in loss of a right, benefit or privilege under Federal programs, or which would identify a source who furnished information pursuant to a promise that his/her identity would be held in confidence;

(k)(3) material maintained in connection with providing protective services to the President of the United States or any other individual pursuant to the authority of Title 18, United States Code, Section 3056;

(k)(4) required by statute to be maintained and used solely as statistical records;

(k)(5) investigatory material compiled solely for the purpose of determining suitability, eligibility, or qualifications for Federal civilian employment or for access to classified information, the disclosure of which would reveal the identity of the person who furnished information pursuant to a promise that his/her identity would be held in confidence;

(k)(6) testing or examination material used to determine individual qualifications for appointment or promotion in Federal Government service the release of which would compromise the testing or examination process;

(k)(7) material used to determine potential for promotion in the armed services, the disclosure of which would reveal the identity of the person who furnished the material pursuant to a promise that his/her identity would be held in confidence.

This document is made available through the declassification efforts
and research of John Greenewald, Jr., creator of:

The Black Vault

The Black Vault is the largest online Freedom of Information Act (FOIA) document clearinghouse in the world. The research efforts here are responsible for the declassification of hundreds of thousands of pages released by the U.S. Government & Military.

Discover the Truth at: **http://www.theblackvault.com**

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE Date: 01/29/2004

To: Minneapolis Attn: SA [redacted]

From: Minneapolis
Squad 1
Contact: [redacted]

b6
b7C
b7E

Approved By: [redacted]

Drafted By: [redacted]

Case ID #: 318E-MP-64096 -15
318A-MP-64096-FF -4

Title: GENERAL MILLS, INC.;
WC-SC

Synopsis: Forfeiture matters.

Details: On January 29,2004, Forfeiture Paralegal Specialist (PS) [redacted] did a review of the case file on the above-described investigation. It appears at this time in the early stage of this investigation that the only individual identified in the "loading"/"pipeline adjustment" is an individual identified as [redacted] PS [redacted] will conduct appropriate database inquiries for this individual and open a forfeiture subfile.

b6
b7C

PS [redacted] has been advised that the Untied States Attorney's Office, Minneapolis, Minnesota, and FBI Minneapolis CDC [redacted] have recused themselves from this investigation due to [redacted] Due to the recusals, this matter was discussed with Attorney [redacted] Legal Forfeiture Unit, FBIHQ, on this date and he has agreed to assist PS [redacted] and/or SA [redacted] with any forfeiture issues which may arise.

b6
b7C

[redacted] this appears not to have been uploaded - please approve & make sure it is uploaded. Thanks, [redacted] (6/15/04)

b6
b7C

318E-MP-64096-15

Searched
Serialized
Indexed
Filed

LEAD(s):

Set Lead 1: (Action)

MINNEAPOLIS

AT MINNEAPOLIS, MINNESOTA

PS [redacted] is requested to open a forfeiture subfile and conduct appropriate database inquiries on individuals associated with this investigation and set a tickler to review main file every 30 days for additional individuals identified in the scheme. b6 b7C

Set Lead 2: (Action)

MINNEAPOLIS

AT MINNEAPOLIS, MINNESOTA

SA [redacted] is requested to provide PS [redacted] with names of individuals involved in the scheme as they are identified. b6 b7C

♦♦

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 11/10/2003

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SSA [redacted]

b6
b7C
b7E

Approved By: [redacted]

Drafted By: [redacted]

Case ID #: 318A-MP-NEW

Title: GENERAL MILLS, INC.,
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC-SC

Synopsis: Request to open and assign new Corporate Fraud matter.

Details: On October 23, 2003, the Minneapolis Star Tribune, Metro Edition, had a headline story "Promo fees focus of General Mills probe". The article detailed General Mills had received a formal request for information from the Securities and Exchange Commission (SEC) about sales practices and related accounting. The article advised that the SEC inquiry was on related to incentive payments, often called "Trade Promotions". Trade Promotions are common practice in the consumer package good industry where thousands of products compete for limited shelf space and shoppers attention. Regulators were focusing on how much money is going through the retail sectors and whether companies have exploited the often vague accounting rules to pad their financial performance.

On Friday, October 24, 2003, SSA [redacted] telephonically contacted [redacted] U.S. Securities and Exchange Commission, Chicago, IL, [redacted] advised the SEC did have an investigation involving the General Mills Company in Golden Valley, MN. The investigation was initiated based on [redacted] information. It concerned "Channel Stuffing" and reporting of sales in the third and fourth quarter of 2003. [redacted] advised the SEC [redacted] assigned was [redacted] requested an access letter be sent to the SEC.

On October 27, 2003, SSA [redacted] faxed a letter to [redacted] U.S. Securities and Exchange

b6 per FBI, SEC
b7C per FBI, SEC

b6 per FBI, SEC
b7C per FBI, SEC

Commission, Chicago, IL requesting access to the General Mills matter. Access to the SEC investigative file was granted.

On November 7, 2003, SSA [redacted] and SA [redacted] had a telephonic conference call with [redacted]

[redacted] advised the SEC investigation was based on [redacted] and documents obtained from General Mills. General Mills is a marketer of consumer food products. [redacted] advised General Mills has positioned themselves to be a growth company, which he advised is a critical factor in this investigation. [redacted] advised the allegations involved complex arrangements on promotional payments. General Mills has two programs inducing customers to take products known as "Channel Stuffing". The first promotion is at the in-store level, which benefits the customers. The second promotion is sales for customers to purchase a greater volume than what they need at the current time.

b6 per SEC
b7C per SEC

[redacted] advised in October, 2001 General Mills acquired Pillsbury from Diageo, a London based company. The purchase included cash, stock, and deferred payments. The deferred cash payments called Contingent Value Right (CVR) required General Mills to pay Diageo a payment in 2003 dependant on the stock price of General Mills in April of 2003. If the stock price was $49 or higher there would be no payment if the stock price was at $45 there would be a $400,000 payment. The actual payment that occurred was $275,000.

b6 per SEC
b7C per SEC

[redacted] advised that [redacted] and public information make it appear General Mills kicked in this Channel Stuffing Program at least one quarter before the payment was due. One measure that monitors performance is the shipments, how much product was shipped to customers versus "take away", how much product is sold in the store. General Mills had a massive discount program in the quarter before the payment was due. General Mills had a 16% in shipments and 3% take away in the quarter before the payment. [redacted] advised that General Mills had an incentive to manipulate the stock price.

b6 per SEC
b7C per SEC

General Mills debt load is approximately $10 billion dollars. In fact for the last quarter they had a negative cash flow. It appears that General Mills overpaid Pillsbury. General Mills has $10 billion dollars in debt to service.

[redacted] advised they have nothing implicating Generally Accepted Accounting Principles (GAP) violations to date. They have no evidence there were phoney sales numbers yet, but there are some exceptions.

b6 per SEC
b7C per SEC

SEC is looking at reporting violations and statements to investors that are either misleading, affirmative false or they didn't tell the whole truth.

[redacted] advised that other items the SEC is looking at is the rising number of product returns. General Mills usually does not have a huge rate of return but it did increase 45% in 2003. [redacted] advised that could be a GAP issue in which General Mills might have to restate their financial statements. No facts yet have been developed that this increase in return volume violated GAP. b6 per SEC b7C per SEC

[redacted] advised the SEC is in possession of e-mails from a [redacted] meeting where [redacted] had the numbers of Wall Street expectations for Mills and told the meeting they'll load three to four percent to hit the target. [redacted] advised this is not a large number but since General Mills had positioned itself as a growth company, they have been telling the investors and the statements reflect their growth is going to be three to four percent. b6 per SEC b7C per SEC

b6 per SEC, EOUSA b7C per SEC, EOUSA

[redacted] advised they have not seen any phony sales from General Mills. The only exception to that is a matter involving a General Mills [redacted] The Southern District of New York(SDNY) is investigating Royal Ahold and their U.S. subsidiary, U.S. Food Service, based in Maryland. U.S. Food Service signed a false sales confirmation to allow it to hit its number. [redacted] Bonnie Jonas is the AUSA from the (SDNY), [redacted] who is working on this matter. [redacted] advised he has requested to talk with [redacted] but must defer to the AUSA in the Southern District as they have a criminal investigation ongoing.

[redacted] advised the SEC has issued 10 subpoenas thus far for records. The SEC is hoping to get all documents from General Mills by Thanksgiving. The SEC plans on taking testimony in late December or by the first of the year. b6 per SEC b7C per SEC

[redacted] advised one additional area the SEC is looking at is an area called "loading" or early buy. Customers take product that they don't need. General Mills stopped the program in 2002. In the second half of 2002 General Mills did not hit Wall Street expectations and had lower earnings. In 2003 General Mills re-started the loading program once again. General Mills may have intentionally lowered expectations and had a lower profit in 2002, so when 2003 comparisons were made to the last quarter of 2002, the comparison would show a favorable increase. This scheme may have been directly related to the CVR payment b6 per SEC b7C per SEC

due in April, 2003. [redacted] advised this is just speculation at this point. However, [redacted] advised General Mills has always hit their target numbers except in the last quarter in 2002. b6 per SEC b7C per SEC

Background information on General Mills Incorporated shows it is located at One General Mills Boulevard, Golden Valley, MN 55426. It has a telephone number of 763-764-7600, fax number 763-764-4925. It's website is www.generalmills.com. From the Corporate Fact book, General Mills is a leading marketer of consumer foods product. Its businesses include the sale of Cheerios, Wheaties, Total, Chex, Betty Crocker dessert mixes, Gold Medal flour, Bisquick baking mix, Hamburger Helper dinner meals, Pop Secret microwave popcorn, Fruit Roll-Ups and other fruit snacks and Yoplait yogurt.

The acquisition of Pillsbury occurred October 21, 2001 and included the product line of Pillsbury, Green Giant, Old El Paso, Progresso, Totino's.

The Chairman and Chief Executive Officers, [redacted] the auditors of General Mills is KPMG LLP, Minneapolis, MN. b6 b7C

SSA [redacted] contacted AUSA Frances J. Magill, Assistant United States Attorney, District of Minnesota regarding the SEC investigation into General Mills. After a discussion within the United States Attorneys Office, Magill advised the U.S. Attorney's Office, District of Minnesota would recuse themselves from this investigation as the United States Attorney's and one of their AUSAs in the Economic Crime Section wives worked at General Mills. b6 b7C

It is recommended that a new Corporate Fraud investigation 318A be opened and assigned.

LEAD(s):

Set Lead 1: (Action)

MINNEAPOLIS

AT MINNEAPOLIS, MN

Open and assign a new corporate fraud investigation involving General Mills Incorporated.

♦♦

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
450 Fifth Street, N.W.
Washington, D.C. 20549

DIVISION OF
ENFORCEMENT

[redacted]
Supervisory Special Agent
FBI
111 Washington Avenue South
Suite 1100
Minneapolis, MN 55401

NOV 12 2003

b6
b7C

Re: In the Matter of General Mills, Inc. (C–03760-A)

Dear [redacted]

Your request, by letter dated October 27, 2003, for access to Commission files has been granted, in reliance upon the assurances regarding use and confidentiality set forth in your letter. The Commission makes no recommendation with respect to investigation or prosecution by your agency. In addition, unless and until this matter is closed, the Commission continues to have an interest and will take such further investigatory or other steps as it considers necessary in the discharge of its duties and responsibilities.

We will identify any information disclosed to you that is subject to the Right to Financial Privacy Act of 1978 [12 U.S.C. 3401-22] (RFPA). If we disclose "financial records" of a "customer" to another federal agency, the customer generally must be notified of the disclosure within 14 days. This notice is not required when we disclose to: (i) federal financial institution supervisory agencies or the Commodity Futures Trading Commission pursuant to Section 1112(e) of the RFPA [12 U.S.C. 3412(e)]; the Criminal Investigative Division of the Internal Revenue Service for criminal investigative purposes relating to money laundering or other financial crimes pursuant to Section 1112(f) of the RFPA [12 U.S.C. 3412(f)]; the Department of Justice pursuant to Section 21(h) of the Securities Exchange Act of 1934 [15 U.S.C. 78u(h)]; or any person other than a federal agency.

The files to which access has been granted are being retained by the Chicago Office of the Commission. Your representative should contact [redacted] to make arrangements to review the files. I would also appreciate it if you would inform that person in the event that your agency institutes public proceedings based upon information that you obtain as a result of this grant of access.

b6 per SEC
b7C per SEC

Very truly yours,

[redacted]

b6 per SEC
b7C per SEC

Searched ____
Serialized ____
Indexed
Filed

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b7C

318A-MP-64096-2

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 12/22/2003

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SSA [redacted]

b6
b7C
b7E

Approved By: [redacted]

Drafted By: [redacted] abnl

Case ID #: 318A-MP-64096 -3

Title: GENERAL MILLS INC.

b6 per SEC
b7C per SEC

Synopsis: To summarize meeting with [redacted] U.S. Securities & Exchange Commission (SEC), 175 West Jackson Boulevard, Suite 900, Chicago, IL 60604-2811.

b6 per FBI, SEC
b7C per FBI, SEC

Details: On December 10th and 11th, 2003, SSA [redacted] and SA [redacted] met with [redacted] of the SEC and reviewed documents relating to the General Mills investigation. The purpose of the trip was to review documents obtained by SEC thus far in their investigation and to receive a summary of the investigative efforts by the SEC to date.

[redacted] advised that the SEC had subpoenaed the ten largest customers of General Mills for any information relating to the loading issue. A 20-item subpoena has been delivered to the ten largest customers. [redacted] advised that Albertson's had produced about thirty percent of the documents thus far with the remaining companies, still outstanding.

b6 per SEC
b7C per SEC

[redacted] advised they have talked to [redacted] and taken testimonies from [redacted] advised that according to interviews of [redacted] about [redacted] of them confirmed that loading did occur at General Mills.

b6 per SEC
b7C per SEC

[redacted] advised they have received some documents from General Mills but most are still outstanding. [redacted] of Skadden, Arps, Slate, Meagher and Flom, 333 West Rycer Drive, Chicago, Illinois is representing General Mills in this matter. [redacted] advised that the Audit Committee for General Mills has hired a Chicago firm to conduct an internal investigation regarding the allegations the SEC is investigating. [redacted]

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Searched ____
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advised that [redacted] of t[redacted] interviewed said it was common practice for General Mills to be loading their sales figure. The SEC believes this is a viable reporting violation matter in which General Mills was trying to mislead investors. b6 per SEC b7C per SEC

[redacted]
(Protect Identity and Source of information). b6 per FBI, SEC b7C per FBI, SEC b7D

[redacted]

[redacted] advised this has given the SEC concern there may be some misleading by GM. [redacted] advised that General Mills produced a binder of materials in connection with its internal review of sales and accounting practices in its United States retail segment. General Mills initiated this review after the inquires by the SEC in September 2003. b6 per SEC b7C per SEC

On October 16th, 2003, [redacted] presented the binder and a explanation of General Mills accounting practices. In this presentation were quarterly reports that talk about pipeline and pipeline adjustment but the word loading or load does not appear anywhere in this binder. These documents were to be representative of normal quarterly reports generated by General Mills. [redacted] This has given the SEC pause to the fact that the General Mills might be misleading SEC.

[redacted] (Protect Identity and Source of Information). b6 per FBI, SEC b7C per FBI, SEC b7D

b6 per FBI, SEC
b7C per FBI, SEC

SSA [redacted] and SA [redacted] reviewed documents presented to them by [redacted] Documents were requested to be copied and forwarded to the FBI in Minneapolis.

[redacted] advised [redacted] interviews and the interviews of [redacted] are considered attorney-client privilege documents and the SEC cannot produce those documents to the FBI. [redacted] will provide copies of the subpoena attachments that went to General Mills Incorporated and to the ten largest customers of General Mills Incorporated.

b6 per SEC
b7C per SEC

The SEC will also be following up insider trading allegations against [redacted] sold [redacted] worth of General Mills stocks in [redacted] or [redacted] This was after the SEC advised General Mills they had an informal inquiry ongoing.

LEAD(s):

Set Lead 1: (Info)

MINNEAPOLIS

AT MINNEAPOLIS

Read and clear.

♦♦

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 12/22/2003

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SSA [redacted]

Approved By: [redacted]

Drafted By: [redacted]

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b7C
b7E

Case ID #: 318A-MP-64096 -4

Title: GENERAL MILLS INC.

Synopsis: Receipt of documents from the Securities and Exchange Commission.

Details: By Federal Express [redacted] SEC, 175 West Jackson Boulevard, Suite 900, Chicago, IL 60604-2815, telephone number [redacted] provided various documents to the Minneapolis Office of the Federal Bureau of Investigation regarding its General Mills investigation.

b6 per SEC
b7C per SEC

318A-MP-64096-4
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Indexed ____
Filed ____

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355 [redacted] 02.ec

To: Minneapolis From: Minneapolis
Re: 318A-MP-6, 12/22/2003

LEAD(s):

Set Lead 1: (Info)

MINNEAPOLIS

AT MINNEAPOLIS

Read and clear.

♦♦

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 02/13/2004

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SA [redacted]

Approved By: [redacted]

Drafted By: [redacted]

b6
b7C
b7E

Case ID #: 318A-MP-64096-16 (Pending)

Title: GENERAL MILLS, INC.
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC/SC

Synopsis: Summary of a telephone call from [redacted] Midwest Regional Office, United States Securities and Exchange Commission to SA [redacted] on 1/14/04.

b6 per FBI, SEC
b7C per FBI, SEC

Details: [redacted] contacted SA [redacted] by telephone on 1/14/04 and provided the following information:

1) Based on a review of documents provided to the SEC around [redacted] the SEC has decided to interview [redacted] next week. The documents included an analysis of a study relating to "loading".

b6 per SEC
b7C per SEC

♦♦

318A-MP-64096-16

044 [redacted] 34.EC

Searched
Serialized
Indexed
Filed

[redacted]

b6
b7C

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 02/13/2004

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SA [redacted]

b6
b7C
b7E

Approved By: [redacted]

Drafted By: [redacted]

Case ID #: 318A-MP-64096-17 (Pending)

Title: GENERAL MILLS, INC.
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC-SC

Synopsis: Summary of telephone call from [redacted] Midwest Regional Office, United States Securities and Exchange Commission, 175 West Jackson Boulevard, Chicago, IL 60604 on December 12, 2003.

Details: On December 12, 2003, [redacted] contacted SA [redacted] by telephone and advised the following:

1) [redacted] advised that he will forward to SA [redacted] copies/samples of third party subpoenas related to above captioned investigation.

b6 per FBI, SEC
b7C per FBI, SEC

2) [redacted] stated that the [redacted] that is being used by the SEC is [redacted]

3) [redacted] said that he will provide a list of [redacted] to SA [redacted]. The [redacted] was provided to the SEC by above captioned subject.

4) [redacted] stated that he will not be able to turn over the interview notes of [redacted] interviewed relating to above captioned investigation. [redacted] did say that he will be able to discuss in summary fashion all the interviews that he has conducted in the above captioned investigation.

♦♦

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 02/14/2004

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SA [redacted]

Approved By: [redacted]

Drafted By: [redacted]

b6
b7C
b7E

Case ID #: 318A-MP-64096-18 (Pending)

Title: GENERAL MILLS, INC.
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC/SC

Synopsis: Summary of a telephone call from [redacted] Midwest Regional Office, United States Securities and Exchange Commission to SA [redacted] on 1/28/04.

Details: [redacted] contacted SA [redacted] by telephone on 1/28/04 and provided the following information:

b6 per FBI, SEC
b7C per FBI, SEC

1) [redacted] advised that there is no provision in the SEC to bring an action against a individual or company whose conduct might be considered obstruction of justice. The only type of action that can be brought by the SEC in a matter involving obstruction of justice is to bar the individual or attorney from appearing before the SEC.

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045 [redacted] 27, ec

318A-MP-64096-18

Searched
Serialized
Indexed
Filed [redacted]

b6
b7C

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 02/14/2004

To: Minneapolis

From: Minneapolis
Squad 7
Contact: SA [redacted]

Approved By: [redacted]

Drafted By: [redacted]

b6
b7C
b7E

Case ID #: 318A-MP-64096-19 (Pending)

Title: GENERAL MILLS, INC.
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC/SC

Synopsis: Summary of a telephone call from [redacted] Midwest Regional Office, United States Securities and Exchange Commission to SA [redacted] on 2/27/04.

Details: [redacted] contacted SA [redacted] on 2/14/04 and discussed the following matters:

b6 per FBI, SEC
b7C per FBI, SEC

1) [redacted] advised that the SEC has no civil statute to charge anyone with obstruction of justice.

2) [redacted] advised that [redacted] is the new [redacted] at the Securities and Exchange Commission in Chicago.

♦♦

045 [redacted] 3. ec

318A-MP-64096-19

Searched
Serialized
Indexed
Filed

[redacted]

b6
b7C

(Rev. 01-31-2003)

FEDERAL BUREAU OF INVESTIGATION

Precedence: ROUTINE **Date:** 03/07/2005

To: Minneapolis

From: Minneapolis
Squad 7
Contact: [redacted]

b6
b7C

Approved By: [redacted]

Drafted By: [redacted]

Case ID #: 318A-MP-64096 (Closed) 20

Title: GENERAL MILLS, INC
ONE GENERAL MILLS BOULEVARD
GOLDEN VALLEY, MN;
WC-CW

Synopsis: Closing Investigation.

Details: Summary of telephone call to [redacted] Midwest Regional Office, United States Securities and Exchange Commission, 175 West Jackson boulevard, Chicago, Il 60604, telephone number [redacted] on 2/23/05.

b6 per SEC
b7C per SEC

1. [redacted] advised that his office is still interviewing [redacted] and gathering evidence in the above captioned investigation.

2. [redacted] advised that it is uncertain at this time whether his office in Chicago will forward the investigation to the full Securities and Exchange Commission for prosecution. [redacted] stated that even if his office does refer the investigation to the full Securities and Exchange Commission it is not certain that they will accept it or indicate that the investigation should continue.

b6 per SEC
b7C per SEC

3. [redacted] advised that he has made Thomas Hanosek, Assistant United States Attorney, Department of Justice, Washington D.C. (AUSA-DOJ), aware of the status of the investigation.

b6 per SEC
b7C per SEC

4. [redacted] advised that at this point until the his office decides whether to refer the investigation to the full Securities and Exchange Commission, the FBI is not being requested to conduct any assist or conduct any investigation.

b6 per SEC
b7C per SEC

Close 3-7-05
C-4

066 [redacted] 01 ec

318A-MP-64096-20

SEARCHED [redacted]
SERIALIZED [redacted]
MAR 0 8 2005
FBI

b6
b7C

SA [redacted] contacted AUSA-DOJ Hanosek and AUSA-DOJ Thomas Stevens on 2/23/05 and discussed the following matters: b6 b7C

1. SA [redacted] discussed the above matters previously discussed with [redacted] and set out above with AUSA-DOJ Hanosek and Stevens. AUSA-DOJ Hanosek and Stevens advised that they are not planning any further work on the above captioned investigation until [redacted] office decides to forward the investigation to the full Securities and Exchange Commission and then the Commission deciding to further prosecute. b6 per FBI, SEC b7C per FBI, SEC

2. SA [redacted] advised AUSA-DOJ Hanosek and Stevens that the FBI would close captioned investigation with the understanding that [redacted] AUSA-DOJ Hanosek or AUSA-DOJ Stevens would notify the FBI if the Securities and Exchange Commission precedes with the investigation.

♦♦