

DARDEN RESTAURANTS INC Filed by STARBOARD VALUE LP

FORM SC 13D/A (Amended Statement of Beneficial Ownership)

Filed 06/04/14

Address 1000 DARDEN CENTER DRIVE

ORLANDO, FL 32837

Telephone 4072454000

> CIK 0000940944

Symbol DRI

5812 - Eating Places SIC Code

Industry Restaurants

Sector Services

Fiscal Year 05/25

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

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 10) ¹

<u>Darden Restaurants, Inc.</u> (Name of Issuer)

Common Stock, no par value per share (Title of Class of Securities)

237194105 (CUSIP Number)

JEFFREY C. SMITH STARBOARD VALUE LP 830 Third Avenue, 3rd Floor New York, New York 10022 (212) 845-7977

STEVE WOLOSKY, ESQ.
OLSHAN FROME WOLOSKY LLP
Park Avenue Tower
65 East 55th Street
New York, New York 10022
(212) 451-2300
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

June 2, 2014
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of $\S\S 240.13d-1(e)$, 240.13d-1(f) or 240.13d-1(g), check the following box \square .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* § 240.13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

1	NAME OF REPORTING	C DED COM		
1	NAME OF KEPOKTING	U PEKSUN		
	STARBOARD VALU	TE I D		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)			
2	CHECK THE APPROP	(a) \Box		
3	SEC USE ONLY		(b) L	
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
4	SOURCE OF FUNDS			
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5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П	
]	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO		
	11EM 2(u) OK 2(c)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
Ŭ	CITIZENDIIII OKTEN	CE Of OROTHVEITHORY		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY	,			
OWNED BY EACH		8,200,000		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		8,200,000		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0.200.000			
12	8,200,000	A CODE O AME A MOUNTE BY DOW (11) EVOLVIDES OF DATA BY SWADES		
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	DEDCEME OF CL AGG	DEDDECENTED DV AMOUNT IN DOW (11)		
15	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	6.2%			
14	TYPE OF REPORTING	PEDSON		
14	TITE OF KEFUKTING	J I ERSON		
	PN			
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1	NAME OF REPORTIN	C DED COM		
1	NAME OF REPORTIN	GPERSON		
	CTADDOADD WALL	JE AND OPPORTUNITY MASTER FUND LTD		
2				
2	CHECK THE APPROP	RIATE BOX IF A MEMBER OF A GROUP	(a) \Box	
	GEGLIGE ON V		(b)	
3	SEC USE ONLY			
	GOLD CE OF FINDS			
4	SOURCE OF FUNDS			
	WG			
	WC	A CAMPE OF LEGAL BROOFFRINGS IS RECLURED BURGULLIE		
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
	CITIZENGLID OP DI	CE OF ORCANIZATION		
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION		
	CANDAN ICLAND			
THE OF SHAPES	CAYMAN ISLANDS			
NUMBER OF SHARES	, /	SOLE VOTING POWER		
BENEFICIALLY		1 705 467		
OWNED BY EACH	0	1,795,467		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH		0		
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	9	SOLE DISPOSITIVE POWER		
		1 705 467		
	10	1,795,467		
	10	SHARED DISPOSITIVE POWER		
11	ACCDECATE AMOUN	- 0 - NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGKEGATE AMOUI	NI DENEFICIALLI UWNED BI EACH KEPUKIING PEKSUN		
	1,795,467 *			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CHECK BOX IF THE A	AUGKEGATE AMOUNT IN KOW (11) EXCLUDES CERTAIN SHARES	Ц	
13	DED CENTE OF CLASS	DEDDECENTED DV AMOUNT IN DOW (11)		
15	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	1 40/			
1.4	1.4%	S DED COM		
14	TYPE OF REPORTING	J PEKSUN		
	CO			
	CO			

^{*} Includes 269,139 Shares underlying call options exercisable within 60 days hereof.

1	NAME OF REPORTIN	G PERSON		
	TWIND OF REFORTING	O I ENDOIN		
	STARBOARD VALU	JE AND OPPORTUNITY S LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box			
			(b) 🗆	
3	SEC USE ONLY			
4	COLIDGE OF FUNDS			
4	SOURCE OF FUNDS	SOURCE OF FUNDS		
	WC			
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		409,516		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
	,	SOLL DISTOSITIVE TOWER		
		409,516		
	10	SHARED DISPOSITIVE POWER		
11	ACCDECATE AMOU	- 0 - NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AUGKEGATE AMOUL	NI DENEFICIALLI UWNED BI EACH KEPUKIING PERSON		
	409,516			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Lagathor 10/			
14	Less than 1% TYPE OF REPORTING	PERSON		
14	TITE OF REFORTING	TERDON		
	OO			

1	NAME OF REPORTIN	G PERSON		
		STARBOARD VALUE AND OPPORTUNITY C LP		
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a)		
3	SEC USE ONLY		(b) 🗆	
3	SEC CSE OIVET			
4	SOURCE OF FUNDS			
	WC			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П	
3	ITEM 2(d) OR 2(e)	LOSORE OF LEGAL PROCEEDINGS IS REQUIRED FORSOANT TO		
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6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		224,202		
REPORTING PERSON WITH	8	SHARED VOTING POWER		
***************************************		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		224.202		
	10	224,202 SHARED DISPOSITIVE POWER		
	10	SHARED DISPOSITIVE FOWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	224,202			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
		` '		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%			
14	TYPE OF REPORTING	G PERSON		
	PN			

1	NAME OF REPORTIN	C DED COM	
1	NAME OF KEPORTING	U PEKSUN	
	STARBOARD VALU	IE D I D	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
2	CHECK THE APPROP	RIATE BUX IF A MEMBER OF A GROUP	(a) □ (b) □
3	SEC USE ONLY		(b) <u></u>
3	SEC USE ONL I		
4	SOURCE OF FUNDS		
4	SOURCE OF FUNDS		
	00		
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П
3	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO	
	11EW 2(u) OK 2(c)		
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
Ŭ I	CITIZENDIII ORTEN	OF OROLLIZATION	
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY	,		
OWNED BY EACH		224,202	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH	1		
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
	1		
		224,202	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	224 202		
12	224,202	A CODE CAME AMOUNTE BY DOW (11) EVOLUDES OF DEATH OF THE	
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	DEDCEME OF CLASS	DEDDECENTED DV AMOUNT IN DOW (11)	
15	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	Less than 1%		
14	TYPE OF REPORTING	PEDSON	
14	TITE OF KEFORTING	JIERSON	
	PN		
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1	NAME OF REPORTIN	G PERSON		
	STADBOADD VALI	IE D CD I I C		
2	STARBOARD VALUE R GP LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)			
_		(b) □		
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
5	00	COSTIDE OF LEGAT DROCEEDINGS IS DESTRIBED DURSELANTETO	П	
3	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	Ш	
	, , , , , ,			
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY		224 202		
OWNED BY EACH REPORTING PERSON	8	224,202 SHARED VOTING POWER		
WITH	O	SIMINED VOINGTOWER		
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		224,202		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	224 202			
12	224,202 CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
		` ,		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%			
14	TYPE OF REPORTING	G PERSON		
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1	NAME OF REPORTIN	C DED SON	
1	NAME OF REPORTIN	U FERSON	
	STARBOARD LEAD	DERS DELTA LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box		
_			(b) \Box
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
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	WC		
5	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	
	11EW 2(0) OK 2(e)		
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY		1.070.005	
OWNED BY EACH REPORTING PERSON	8	1,272,025 SHARED VOTING POWER	
WITH	8	SHARED VOTING POWER	
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	9	SOLE DISPOSITIVE POWER	
		1,272,025	
	10	SHARED DISPOSITIVE POWER	
		0	
11	ACCRECATE AMOU	- 0 - NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOU	OT BENEFICIALET OWNED BY EACH REFORTING FERSON	
	1,272,025		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	I ass than 10/		
14	Less than 1% TYPE OF REPORTING	Z DED COM	
14	TIPE OF KEPOKIINC	JERSON	
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1	NAME OF DEPORTS	C DED COM	
	NAME OF REPORTING	U PEKSUN	
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2.	STARBOARD LEADERS FUND LP CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
2	CHECK THE APPROP.	RIATE BUX IF A MEMBER OF A GROUP	(a) \Box
	GEG LIGE ON W		(b) 🗆
3	SEC USE ONLY		
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4	SOURCE OF FUNDS		
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5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П
3	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO	
	11LW 2(u) OR 2(c)		
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
Ŭ			
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY	1		
OWNED BY EACH		1,272,025	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		1,272,025	
	10	SHARED DISPOSITIVE POWER	
11	ACCDECATE AMOUN	- 0 - NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AGGREGATE AMOU!	NI DENEFICIALLI UWNED BI EACH KEPUKIING PEKSUN	
	1,272,025		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12		GORDONIL AMOUNT IN NOW (11) EACLODES CERTAIN SHARES	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
15	LICENT OF CEREBRE	TELLED DI INTONI INTONI (II)	
	Less than 1%		
14	TYPE OF REPORTING	PERSON	
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NAME OF DEPOPERA	C DED CON	
NAME OF REPORTING	U PEKSUN	
STADBOADD WALL	TE A I D	
(a) \Box		
CEC LICE ONLY		(b) <u></u>
SEC USE ONL I		
COLIDCE OF ELIMIDS		
SOURCE OF FUNDS		
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	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П
	COURT OF LEGAL PROCEEDINGS IS REQUIRED FORSOANT TO	
11EM 2(d) OR 2(c)		
CITIZENSHIP OR PLA	CE OF ORGANIZATION	
DELAWARE		
7	SOLE VOTING POWER	
	1,272,025	
8	SHARED VOTING POWER	
	- 0 -	
9	SOLE DISPOSITIVE POWER	
10	SHARED DISPOSITIVE POWER	
ACCDECATE AMOUN		
AGGREGATE AMOUN	NI BENEFICIALLY OWNED BY EACH REPORTING PERSON	
1 272 025		
	CCDECATE AMOUNT IN DOW (11) EVCLUDES CEDTAIN SHADES	
CHECK DOA II' THE P	MOOKEGATE AMOUNT IN NOW (11) EACLODES CENTAIN SHAKES	
PERCENT OF CLASS I	REPRESENTED BY AMOUNT IN ROW (11)	
TERCENT OF CEASS I	REFREDERIED DI AMOUNI IN ROM (11)	
Less than 1%		
	PERSON	
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PN		
	STARBOARD VALUE CHECK THE APPROPES SEC USE ONLY SOURCE OF FUNDS OO CHECK BOX IF DISCITIEM 2(d) OR 2(e) CITIZENSHIP OR PLA DELAWARE 7 8 9 10 AGGREGATE AMOUN 1,272,025 CHECK BOX IF THE APPERCENT OF CLASS IN Less than 1% TYPE OF REPORTING	SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION DELAWARE 7 SOLE VOTING POWER 1,272,025 8 SHARED VOTING POWER - 0 - 9 SOLE DISPOSITIVE POWER 1,272,025 10 SHARED DISPOSITIVE POWER - 0 - AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,272,025 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1% TYPE OF REPORTING PERSON

1	NAME OF DEPORTIN	C DEDGOM	
1	NAME OF REPORTIN	G PERSON	
	CTARROARD WALL	TE A CRILIC	
	STARBOARD VALUE A GP LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box		
			(b) 🗆
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
	OO		
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	
	ITEM 2(d) OR 2(e)		
	(-,/ -		
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	,
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY	,	SOLL VOTINGTOWER	
OWNED BY EACH		1,272,025	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH	0	SIMINED VOTINGTOWER	
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	9	SOLE DISPOSITIVE POWER	
	9	SOLE DISTOSITIVE FOWER	
		1,272,025	
	10	SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	ACCDECATE AMOU	THE OF THE OWNED BY EACH REPORTING PERSON	
11	AGUKEUATE AMOUT	NI DENEFICIALLI UWNED DI EACH KEPUKIINU PEKSUN	
	1 272 025		
12	1,272,025	A CODEC ATE AMOUNTE IN DOW (11) EVOLUDES SEDEADI SULA DES	
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	DED GENTE OF CV 1 CC	DEDDEGENTED DV ANOLDTE DI DOW (44)	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	Less than 1%		
14	TYPE OF REPORTING	FPERSON	
	i		
	00		

1	NAME OF REPORTIN	G PERSON		
		STARBOARD VALUE GP LLC		
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box		
3	SEC USE ONLY		(b) 🗆	
3	SEC OSE ONE I			
4	SOURCE OF FUNDS			
	00			
5	ITEM 2(d) OR 2(e)	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	11 EW 2(u) OK 2(c)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	DEL AWARE			
NUMBER OF SHARES	DELAWARE 7	SOLE VOTING POWER		
BENEFICIALLY	/	SOLE VOTING POWER		
OWNED BY EACH		8,200,000		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		8,200,000		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	8,200,000			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	6.2%			
14	TYPE OF REPORTING	PERSON		
	00			

1	NAME OF REPORTIN	G PERSON		
		STARBOARD PRINCIPAL CO LP		
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box		
3	SEC USE ONLY		(0)	
4	SOURCE OF FUNDS			
	OO			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	DELAWARE			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH		8,200,000		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH	O	SILINED FORMOTOWER		
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		8,200,000		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	8,200,000			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	6.2%			
14	TYPE OF REPORTING	PERSON		
	D) I			
	PN			

1	NAME OF DEPORTIN	C DED COM	
1	NAME OF REPORTING	O PEKSUN	
	CTARROARD PRIV	CIDAL CO CDALC	
	STARBOARD PRING		
2	CHECK THE APPROP	RIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
			(b) 🗆
3	SEC USE ONLY		
	<u> </u>		
4	SOURCE OF FUNDS		
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5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	
	ITEM 2(d) OR 2(e)		
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6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	DELAWARE		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY			
OWNED BY EACH		8,200,000	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		8,200,000	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	8,200,000		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
		()	
	6.2%		
14	TYPE OF REPORTING	PERSON	
	00		

1	NAME OF DEPORTIN	C DEDCOM		
	NAME OF REPORTIN	U YEKSUN		
	JEFFREY C. SMITH			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box			
	 		(b) 🗆	
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
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5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
	1			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	USA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		- 0 -		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		8,200,000		
	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
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		8,200,000		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	8,200,000			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
			_	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
		122 2 1 1 1 1 1 0 0 1 1 1 1 1 1 0 1 (11)		
	6.2%			
14	TYPE OF REPORTING	PERSON		
17		, i Lindoin		
	IN			
	111			

1	NAME OF REPORTIN	G PERSON		
	MARK B. MECKER	•		
	MARK R. MITCHEL			
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box		
3	SEC USE ONLY		(6) =	
4	SOURCE OF FUNDS			
	OO			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION		
NAMED OF SIAPES	USA	GOLD MOTING DOWNER		
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER		
OWNED BY EACH		- 0 -		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		8,200,000		
	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		0 200 000		
11	AGGREGATE AMOU	8,200,000 NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	ASSICLOATE AMOU.	TO DESCRIPTION OF THE DIED ON THE ON		
	8,200,000			
12	CHECK BOX IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	TERCEIVI OF CERTOD	REFERENCE DI THIOUTI II (NOTI (II)		
	6.2%			
14	TYPE OF REPORTING	G PERSON		
	IN			

1	NAME OF REPORTIN	C DEDCOM		
1	NAME OF REPORTING	G PERSON		
	PETER A. FELD			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a)			
2	CHECK THE APPROP	(a) \Box		
3	SEC USE ONLY		(b) L	
3	SEC USE ONL I			
4	SOURCE OF FUNDS			
4	SOURCE OF FUNDS			
	00			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П	
J	ITEM 2(d) OR 2(e)	LOSUKE OF LEGAL I ROCELDINGS IS REQUIRED I ORSCANT TO		
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION		
Ŭ		ied of officialities.		
	USA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		- 0 -		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		8,200,000		
	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		0.000		
		8,200,000		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0.200.000			
12	8,200,000	A CODEC AME AMOUNTED DOWN (41) EVOLUDED CERTAIN ON A DEC		
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	DED CENTE OF CLASS	DEDDECENTED DV AMOUNT IN DOW (11)		
15	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	6.2%			
14	TYPE OF REPORTING	CDEDSON		
14		JI ERBON		
	IN			
	11.4			

1	NAME OF REPORTING	C DED COM	
1	NAME OF KEPOKTIN	U PERSUN	
	BRADLEY D. BLUM	1	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
Z Z	CHECK THE AFFROR	RIATE BOA II' A MEMBER OF A GROOF	(a) \Box (b) \Box
3	SEC USE ONLY		(0) 🗖
3	SEC OSE ONE!		
4	SOURCE OF FUNDS		
	PF		
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	
	ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION	
	TICA		
NUMBER OF SHARES	USA 7	SOLE VOTING POWER	
BENEFICIALLY	,	SOLE VOTING POWER	
OWNED BY EACH		1,250	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		1,250	
	10	SHARED DISPOSITIVE POWER	
11	ACCDECATE AMOU	- 0 - NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AUGKEUATE AMUUT	NI DENEFICIALLI UWNED DI EACH KEPUKIINU PEKSUN	
	1,250		
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
			_
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
		` '	
	Less than 1%		
14	TYPE OF REPORTING	PERSON	
	IN		

1	NAME OF REPORTING	C DED COM		
1	NAME OF REPORTING	UPERSUN		
	CHARLES M. SONS	TERV		
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
	CHECK THE APPROP.	RIATE BOX IF A MEMIDER OF A GROUP	(a) 🗆 (b) 🗖	
3	SEC USE ONLY		(0)	
3	SEC USE ONL I			
4	SOURCE OF FUNDS			
T	SOURCE OF FUNDS			
	PF			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)	(_	
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	USA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		2,500		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		2,500		
	10	SHARED DISPOSITIVE POWER		
	10	SHAKED DISPOSITIVE FOWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,500			
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%			
14	TYPE OF REPORTING	PERSON		
	IN			

1	NAME OF REPORTIN	G PERSON		
_				
	ROBERT MOCK			
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a)		
3	SEC USE ONLY		(b) 🗆	
3	SEC OSE ONE I			
4	SOURCE OF FUNDS	SOURCE OF FUNDS		
	DE			
5	PF CHECK BOX IE DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П	
3	ITEM 2(d) OR 2(e)	LOSUKE OF LEGAL PROCEEDINGS IS REQUIRED FORSOANT TO		
	, , , , ,			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	USA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH	0	1,318		
REPORTING PERSON WITH	8	SHARED VOTING POWER		
11222		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		1,318		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,318			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	DED CENTE OF CLASS	DEDDEGENTED DV AMOUNT DI DOW (11)		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%	Less than 1%		
14	TYPE OF REPORTING	G PERSON		
	TNI			
	IN			

NAME OF REPORTIN	G PERSON		
	DIATE DOVIE A MEMBER OF A GROUP	/\ _	
CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box		
SEC USE ONLY		(6)	
SOURCE OF FUNDS			
PF			
	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
ITEM 2(d) OR 2(e)			
CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	SOLE MOTING DOWER		
/	SOLE VOTING POWER		
	1,000		
8	SHARED VOTING POWER		
0			
9	SOLE DISPOSITIVE FOWER		
	1,000		
10	SHARED DISPOSITIVE POWER		
	0		
AGGREGATE AMOU			
	A CODEC ARE AMOUNT IN DOW (11) EVOLUDES OF DRAIN SULPES		
CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	DEDCON		
TIPE OF KEPOKIINC	JERSUN		
IN			
	CRAIG S. MILLER CHECK THE APPROP SEC USE ONLY SOURCE OF FUNDS PF CHECK BOX IF DISCI ITEM 2(d) OR 2(e) CITIZENSHIP OR PLA USA 7 8 9 10 AGGREGATE AMOUNT 1,000 CHECK BOX IF THE APPERCENT OF CLASS Less than 1% TYPE OF REPORTING	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP SEC USE ONLY SOURCE OF FUNDS PF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION USA 7 SOLE VOTING POWER 1,000 8 SHARED VOTING POWER - 0 - 9 SOLE DISPOSITIVE POWER 1,000 10 SHARED DISPOSITIVE POWER - 0 - AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1% TYPE OF REPORTING PERSON	

1	NAME OF REPORTIN	C DED COM		
	NAME OF KEPOKTIN	U YEKOUN		
	BETSY S. ATKINS			
		DIATE DOWNE A MEMBER OF A CROWN		
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □		
	 		(b) 🗆	
3	SEC USE ONLY			
4	SOURCE OF FUNDS			
	PF			
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
	1			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	USA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY				
OWNED BY EACH		200		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH				
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		200		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	200			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
		10012011212120111 III III III III III III III III III	_	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
1.5	LICENT OF CLASS	REFERENCE DI TIMOUNI IINRON (II)		
	Less than 1%			
14	TYPE OF REPORTING	PERSON		
14		JI LINON		
	IN			
	1111			

1	NAME OF REPORTIN	G PERSON		
	MAD CARDEN CYT ?	A TRYADIO		
		MARGARET SHÂN ATKINS		
2	CHECK THE APPROP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box		
3	SEC USE ONLY		(6)	
4	SOURCE OF FUNDS			
	PF			
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	USA, CANADA			
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY OWNED BY EACH		150		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH	O	SHARED VOTING FOWER		
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		150		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	150			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%			
14	TYPE OF REPORTING	PERSON		
	TIL OF REFORM			
	IN			

1	NAME OF REPORTIN	C DED SON	
1	NAME OF REFORTIN	O LEASON	
	JEAN M. BIRCH		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box		
			(b) 🗖
3	SEC USE ONLY		,
4	SOURCE OF FUNDS		
	PF		
5		LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	П
	ITEM 2(d) OR 2(e)	LOSORE OF LEGAL PROCEEDINGS IS REQUIRED FORSOAIVE TO	
	1121112(0) 011 2(0)		
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION	
AND CREEK OF STANDES	USA	GOVE MOTIVE DOWNER	
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER	
OWNED BY EACH		250	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		250	
	10	250 SHARED DISPOSITIVE POWER	
	10	SHARED DISTOSITIVE FOWER	
		- 0 -	
11	AGGREGATE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	250		
10	250	A CODEC AME AMOUNTE BY DOW (11) EVOLUDES CEDTA BY SWADES	
12	CHECK BOX IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
13	12Rediti of childs	REFERENCE DI THIOUTI II (10)	
	Less than 1%		
14	TYPE OF REPORTING	G PERSON	
	D.		
	IN		

1	NAME OF REPORTIN	C DED SON		
	NAME OF KEPOKTIN	U PERSUN		
	JAMES P. FOGARTY	V		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)			
2	CHECK THE ALL KOL	RIATE BOX II A MEMBER OF A GROOT	(a) \Box (b) \Box	
3	SEC USE ONLY		(0) 🗖	
3	SEC OSE ONE!			
4	SOURCE OF FUNDS	SOURCE OF FUNDS		
	PF			
5	CHECK BOX IF DISCI	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR PLA	CE OF ORGANIZATION		
	7704			
NUMBER OF GUARES	USA	GOLE MOEDIC DOWED		
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER		
OWNED BY EACH		1,990		
REPORTING PERSON	8	SHARED VOTING POWER		
WITH	U	SINKED VOINGTOWER		
		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		1,990		
	10	SHARED DISPOSITIVE POWER		
1.1	A GODEO A TEL A A CONTROL	- 0 -		
11	AGGREGATE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,990			
12		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CHECK DOX II THE F	AGGREGATE AMOUNT IN ROW (11) EACLODES CERTAIN SHARES		
13	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	1 ZITOZITI OI OZITODI	THE DESCRIPTION (11)		
	Less than 1%			
14	TYPE OF REPORTING	PERSON		
	IN			

1	NAME OF DEDODTIN	C DED SON	
1	NAME OF REPORTING PERSON		
	CYNTHIA T. JAMISON		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
2			
3	SEC USE ONLY		
	SEC USE ONL I		
4	SOURCE OF FUNDS		
	PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)		
	CALLED AND OF DAY	GE OF OR GLAVIZATION	
6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	USA		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY	,	SOLE VOTINGTOWER	
OWNED BY EACH		205	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		205	
	10	SHARED DISPOSITIVE POWER	
		0	
11	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGATE AMOUL	11 DENDITORALD TOWNED DI LACHRELORING LERSON	
	205		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
	CILCULD III III II		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%		
14	TYPE OF REPORTING PERSON		
	TNI		
	IN		

1	NAME OF DEDODTIN	C DED SON	
1	NAME OF REPORTING PERSON		
	WILLIAM ILLENGUAN		
2	WILLIAM H. LENEHAN		
Δ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box		
3	SEC USE ONLY		(0)
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
+	SOURCE OF FUNDS		
	PF		
5			
	ITEM 2(d) OR 2(e)		_
	(0)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	1		
	USA		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY			
OWNED BY EACH		1,108	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
	_	- 0 -	
	9	SOLE DISPOSITIVE POWER	
		1 100	
	10	1,108	
	10	SHARED DISPOSITIVE POWER	
		0	
11	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGATE AMOUL	AT DENELT CIMED DT EACH REFORTING LERSON	
	1,108		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
'-	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	TERCENT OF CENSORE RESERVED BY MINOUNT IN ROW (11)		
	Less than 1%		
14	TYPE OF REPORTING PERSON		
	1		
	IN		

1	NAME OF REPORTING	G PERSON	
1	NAME OF REPORTING PERSON		
	LIONEL L. NOWELL, III		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
	(b) □		
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
	PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)		_
6	CITIZENSHIP OR PLACE OF ORGANIZATION		

NUMBER OF CHARES	USA 7	SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY	/	SOLE VOTING POWER	
OWNED BY EACH		200	
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		200	
	10	SHARED DISPOSITIVE POWER	
	10	SHARED DISH OSHIYE FOWER	
		- 0 -	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	• • • •		
12	200		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1%		
14	TYPE OF REPORTING PERSON		
	IN		

1	NAME OF PEPOPTIN	C DED SOM	
1	NAME OF REPORTING PERSON		
	ALAN N. STILLMAN		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)		
_	(a) \Box (b) \Box		
3	SEC USE ONLY		
	SEC OSE ONE!		
4	SOURCE OF FUNDS		
	1		
	PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO		
	ITEM 2(d) OR 2(e)		
6	CITIZENCIIID OD DI A	CE OF ODC A NIZATION	
0	CITIZENSHIP OR PLACE OF ORGANIZATION		
	USA		
NUMBER OF SHARES	7	SOLE VOTING POWER	
BENEFICIALLY	,		
OWNED BY EACH	100		
REPORTING PERSON	8	SHARED VOTING POWER	
WITH			
		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		100	
	10	SHARED DISPOSITIVE POWER	
	10	SHARLD DIST OSHIVE TOWER	
		- 0 -	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	100		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES □		
12			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Loss than 104		
14	Less than 1% TYPE OF REPORTING PERSON		
17	TITE OF RELOITING	JILINON	
	IN		

The following constitutes Amendment No. 10 to the Schedule 13D filed by the undersigned ("Amendment No. 10"). This Amendment No. 10 amends the Schedule 13D as specifically set forth herein.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by each of Starboard V&O Fund, Starboard S LLC, Starboard C LP and Starboard Delta LLC and held in the Starboard Value LP Accounts were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases, except as otherwise noted, as set forth in Schedule A, which is incorporated by reference herein. The aggregate purchase price of the 1,526,328 Shares beneficially owned by Starboard V&O Fund is approximately \$75,887,469, excluding brokerage commissions. The aggregate purchase price of certain call options exercisable into 269,139 Shares beneficially owned by Starboard V&O Fund, as further described in Item 6 below, is approximately \$11,222,827, excluding brokerage commissions. The aggregate purchase price of the 409,516 Shares beneficially owned by Starboard S LLC is approximately \$20,431,311, excluding brokerage commissions. The aggregate purchase price of the 224,202 Shares beneficially owned by Starboard C LP is approximately \$11,150,015, excluding brokerage commissions. The aggregate purchase price of the 1,272,025 Shares beneficially owned by Starboard Delta LLC is approximately \$63,994,632, excluding brokerage commissions. The aggregate purchase price of the 4,498,790 Shares held in the Starboard Value LP Accounts is approximately \$228,991,390, excluding brokerage commissions.

The Shares purchased by each of Messrs. Blum, Sonsteby, Mock, Miller, Fogarty, Lenehan, Nowell and Stillman and by each of Ms. Betsy Atkins, Ms. Shân Atkins and Misses Birch and Jamison, were purchased in the open market with personal funds. The aggregate purchase price of the 1,250 Shares owned directly by Mr. Blum is approximately \$61,304, including brokerage commissions. The aggregate purchase price of the 2,500 Shares owned directly by Mr. Sonsteby is approximately \$122,102, including brokerage commissions. The aggregate purchase price of the 1,318 Shares owned directly by Mr. Mock is approximately \$49,918, including brokerage commissions. The aggregate purchase price of the 2,00 Shares owned directly by Ms. Betsy Atkins is approximately \$10,108, including brokerage commissions. The aggregate purchase price of the 150 Shares owned directly by Ms. Shân Atkins is approximately \$7,545, including brokerage commissions. The aggregate purchase price of the 250 Shares owned directly by Ms. Birch is approximately \$12,397, including brokerage commissions. The aggregate purchase price of the 2,990 Shares owned directly by Ms. Fogarty is approximately \$99,639, excluding brokerage commissions. The aggregate purchase price of the 205 Shares owned directly by Ms. Jamison is approximately \$10,225, excluding brokerage commissions. The aggregate purchase price of the 205 Shares owned directly by Mr. Lenehan is approximately \$10,225, excluding brokerage commissions. The aggregate purchase price of the 200 Shares owned directly by Mr. Nowell is approximately \$10,029, including brokerage commissions. The aggregate purchase price of the 200 Shares owned directly by Mr. Nowell is approximately \$10,029, including brokerage commissions. The aggregate purchase price of the 200 Shares owned directly by Mr. Stillman is approximately \$4,997, including brokerage commissions. The aggregate purchase price of the 200 Shares owned directly by Mr. Stillman is approximately \$4,997, including brokerage commissions.

Item 4. <u>Purpose of Transaction</u>.

Item 4 is hereby amended to add the following:

On June 2, 2014, Starboard Value LP publicly announced that it delivered a letter to the Board of Directors of the Issuer to withdraw its special meeting request that had been delivered to the Issuer's Corporate Secretary on April 22, 2014. The full text of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 5. <u>Interest in Securities of the Issuer.</u>

Items 5(a) - 5(c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 132,290,825 Shares outstanding, as of April 27, 2014, which is the total number of Shares outstanding as reported in the Issuer's Preliminary Proxy Statement on Form PREC14A filed with the Securities and Exchange Commission on May 30, 2014.

A. Starboard V&O Fund

(a) As of the close of business on June 4, 2014, Starboard V&O Fund beneficially owned 1,795,467 Shares, including 269,139 Shares underlying certain call options.

Percentage: Approximately 1.4%

- (b) 1. Sole power to vote or direct vote: 1,795,467
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,795,467
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard V&O Fund has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

B. Starboard S LLC

(a) As of the close of business on June 4, 2014, Starboard S LLC beneficially owned 409,516 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 409,516
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 409,516
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard S LLC has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

C. Starboard C LP

(a) As of the close of business on June 4, 2014, Starboard C LP beneficially owned 224,202 Shares.

- (b) 1. Sole power to vote or direct vote: 224,202
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 224,202
 - 4. Shared power to dispose or direct the disposition: 0

(c) Starboard C LP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

D. Starboard R LP

(a) Starboard R LP, as the general partner of Starboard C LP, may be deemed the beneficial owner of the 224,202 shares owned by Starboard C LP.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 224,202
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 224,202
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard R LP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

E. Starboard R GP

(a) Starboard R GP, as the general partner of Starboard R LP, may be deemed the beneficial owner of the 224,202 shares owned by Starboard C LP.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 224,202
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 224,202
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard R GP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

F. Starboard Delta LLC

(a) As of the close of business on June 4, 2014, Starboard Delta LLC beneficially owned 1,272,025 Shares.

- (b) 1. Sole power to vote or direct vote: 1,272,025
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,272,025
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard Delta LLC has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

G. Starboard Leaders Fund

(a) Starboard Leaders Fund, as a member of Starboard Delta LLC, may be deemed the beneficial owner of the 1,272,025 shares owned by Starboard Delta LLC.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,272,025
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,272,025
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard Leaders Fund has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

H. Starboard A LP

(a) Starboard A LP, as the general partner of Starboard Leaders Fund and the managing member of Starboard Delta LLC, may be deemed the beneficial owner of the 1,272,025 shares owned by Starboard Delta LLC.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,272,025
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,272,025
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard A LP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

I. Starboard A GP

(a) Starboard A GP, as the general partner of Starboard A LP, may be deemed the beneficial owner of the 1,272,025 shares owned by Starboard Delta LLC.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,272,025
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,272,025
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard A GP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

J. Starboard Value LP

(a) As of the close of business on June 4, 2014, 4,498,790 Shares were held in the Starboard Value LP Accounts. Starboard Value LP, as the investment manager of Starboard V&O Fund, Starboard C LP, Starboard Delta LLC and the Starboard Value LP Accounts and the manager of Starboard S LLC, may be deemed the beneficial owner of the (i) 1,795,467 Shares owned by Starboard V&O Fund, (ii) 409,516 Shares owned by Starboard S LLC, (iii) 224,202 Shares owned by Starboard C LP, (iv) 1,272,025 Shares owned by Starboard Delta LLC and (v) 4,498,790 Shares held in the Starboard Value LP Accounts.

Percentage: Approximately 6.2%

- (b) 1. Sole power to vote or direct vote: 8,200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 8,200,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard Value LP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

K. Starboard Value GP

(a) Starboard Value GP, as the general partner of Starboard Value LP, may be deemed the beneficial owner of the (i) 1,795,467 Shares owned by Starboard V&O Fund, (ii) 409,516 Shares owned by Starboard S LLC, (iii) 224,202 Shares owned by Starboard C LP, (iv) 1,272,025 Shares owned by Starboard Delta LLC and (v) 4,498,790 Shares held in the Starboard Value LP Accounts.

Percentage: Approximately 6.2%

- (b) 1. Sole power to vote or direct vote: 8,200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 8,200,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Starboard Value GP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

L. Principal Co

(a) Principal Co, as a member of Starboard Value GP, may be deemed the beneficial owner of the (i) 1,795,467 Shares owned by Starboard V&O Fund, (ii) 409,516 Shares owned by Starboard S LLC, (iii) 224,202 Shares owned by Starboard C LP, (iv) 1,272,025 Shares owned by Starboard Delta LLC and (v) 4,498,790 Shares held in the Starboard Value LP Accounts.

Percentage: Approximately 6.2%

- (b) 1. Sole power to vote or direct vote: 8,200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 8,200,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Principal Co has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

M. Principal GP

(a) Principal GP, as the general partner of Principal Co, may be deemed the beneficial owner of the (i) 1,795,467 Shares owned by Starboard V&O Fund, (ii) 409,516 Shares owned by Starboard S LLC, (iii) 224,202 Shares owned by Starboard C LP, (iv) 1,272,025 Shares owned by Starboard Delta LLC and (v) 4,498,790 Shares held in the Starboard Value LP Accounts.

Percentage: Approximately 6.2%

- (b) 1. Sole power to vote or direct vote: 8,200,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 8,200,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Principal GP has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

N. Messrs. Smith, Mitchell and Feld

(a) Each of Messrs. Smith, Mitchell and Feld, as a member of Principal GP and as a member of each of the Management Committee of Starboard Value GP and the Management Committee of Principal GP, may be deemed the beneficial owner of the (i) 1,795,467 Shares owned by Starboard V&O Fund, (ii) 409,516 Shares owned by Starboard S LLC, (iii) 224,202 Shares owned by Starboard C LP, (iv) 1,272,025 Shares owned by Starboard Delta LLC and (v) 4,498,790 Shares held in the Starboard Value LP Accounts.

Percentage: Approximately 6.2%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 8,200,000
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 8,200,000
- (c) None of Messrs. Smith, Mitchell or Feld has entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

O. Mr. Blum

(a) As of the close of business on June 4, 2014, Mr. Blum directly owned 1,250 Shares.

- (b) 1. Sole power to vote or direct vote: 1,250
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,250
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Blum since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

P. Mr. Sonsteby

(a) As of the close of business on June 4, 2014, Mr. Sonsteby directly owned 2,500 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 2,500
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 2,500
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Sonsteby since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

Q. Mr. Mock

(a) As of the close of business on June 4, 2014, Mr. Mock directly owned 1,318 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,318
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,318
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Mr. Mock has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

R. Mr. Miller

(a) As of the close of business on June 4, 2014, Mr. Miller directly owned 1,000 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,000
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,000
 - 4. Shared power to dispose or direct the disposition: 0
- (c) Mr. Miller has not entered into any transactions in the Shares since the filing of Amendment No. 9 to the Schedule 13D.

S. Ms. Betsy Atkins

(a) As of the close of business on June 4, 2014, Ms. Betsy Atkins directly owned 200 Shares.

- (b) 1. Sole power to vote or direct vote: 200
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 200
 - 4. Shared power to dispose or direct the disposition: 0

(c) The transactions in the Shares by Ms. Betsy Atkins since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

T. Ms. Shân Atkins

(a) As of the close of business on June 4, 2014, Ms. Shân Atkins directly owned 150 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 150
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 150
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Ms. Shân Atkins since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

U. Ms. Birch

(a) As of the close of business on June 4, 2014, Ms. Birch directly owned 250 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 250
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 250
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Ms. Birch since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

V. Mr. Fogarty

(a) As of the close of business on June 4, 2014, Mr. Fogarty directly owned 1,990 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,990
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,990
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Fogarty since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

W. Ms. Jamison

(a) As of the close of business on June 3, 2014, Ms. Jamison directly owned 205 Shares.

- (b) 1. Sole power to vote or direct vote: 205
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 205
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Ms. Jamison since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

X. Mr. Lenehan

(a) As of the close of business on June 4, 2014, Mr. Lenehan directly owned 1,108 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 1,108
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,108
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Lenehan since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

Y. Mr. Nowell

(a) As of the close of business on June 4, 2014, Mr. Nowell directly owned 200 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 200
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 200
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Nowell since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

Z. Mr. Stillman

(a) As of the close of business on June 4, 2014, Mr. Stillman directly owned 100 Shares.

- (b) 1. Sole power to vote or direct vote: 100
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 100
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Stillman since the filing of Amendment No. 9 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

Each Reporting Person, as a member of a "group" with the other Reporting Persons for the purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended, may be deemed the beneficial owner of the Shares directly owned by the other Reporting Persons. Each Reporting Person disclaims beneficial ownership of such Shares except to the extent of his, her or its pecuniary interest therein.

Item 7. <u>Material to be Filed as Exhibits</u>.

Item 7 is hereby amended to add the following exhibit:

99.1 Press Release, issued on June 2, 2014.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: June 4, 2014

STARBOARD VALUE AND OPPORTUNITY MASTER FUND

By: Starboard Value LP, its investment manager

STARBOARD VALUE AND OPPORTUNITY S LLC

By: Starboard Value LP,

its manager

STARBOARD VALUE AND OPPORTUNITY C LP

By: Starboard Value R LP its general partner

STARBOARD VALUE R LP

By: Starboard Value R GP LLC,

its general partner

STARBOARD LEADERS DELTA LLC

By: Starboard Value A LP, its managing member

STARBOARD LEADERS FUND LP

By: Starboard Value A LP its general partner

STARBOARD VALUE A LP

By: Starboard Value A GP LLC,

its general partner

STARBOARD VALUE LP

By: Starboard Value GP LLC,

its general partner

STARBOARD VALUE GP LLC

By: Starboard Principal Co LP,

its member

STARBOARD PRINCIPAL CO LP

By: Starboard Principal Co GP LLC,

its general partner

STARBOARD PRINCIPAL CO GP LLC

STARBOARD VALUE A GP LLC

STARBOARD VALUE R GP LLC

By: /s/ Jeffrey C. Smith

> Jeffrey C. Smith Name: Title: Authorized Signatory

/s/ Jeffrey C. Smith

JEFFREY C. SMITH

Individually and as attorney-in-fact for Mark R. Mitchell, Peter A. Feld, Bradley D. Blum, Charles M. Sonsteby, Robert Mock, Craig S. Miller, Betsy S. Atkins, Margaret Shân Atkins, Jean M. Birch, James P. Fogarty, Cynthia T. Jamison, William H. Lenehan, Lionel L. Nowell, III and Alan N. Stillman

SCHEDULE A

Transactions in the Shares Since the Filing of Amendment No. 9 to the Schedule 13D

Nature of the Transaction	Amount of Securities <u>Purchased/(Sold)</u>	Price Per <u>Share</u>	Date of Purchase/Sale			
	BRADLEY I	O. BLUM				
Purchase of Common Stock	250	49.9180	05/27/2014			
CHARLES M. SONSTEBY						
Purchase of Common Stock	1,000	49.5799	05/22/2014			
	BETSY S. A	ATKINS				
	<u>BE151 5.1</u>	<u> </u>				
Purchase of Common Stock	200	50.1400	06/03/2014			
	MARGARET SE	IÂN ATKINS				
Purchase of Common Stock	150	50.2370	05/28/2014			
	JEAN M. I	BIRCH				
Purchase of Common Stock	250	49.5100	05/22/2014			
	<u>CYNTHIA T.</u>	JAMISON				
Purchase of Common Stock	205	49.8800	05/27/2014			
JAMES P. FOGARTY						
Purchase of Common Stock	1,990	50.0700	06/04/2014			
WILLIAM H. LENEHAN						
Purchase of Common Stock	405	49.4822	05/22/2014			
Purchase of Common Stock	403	49.7360	05/23/2014			
Purchase of Common Stock	300	49.9340	05/29/2014			
<u>LIONEL L. NOWELL, III</u>						
Purchase of Common Stock	200	50.1000	06/03/2014			
ALAN N. STILLMAN						
Purchase of Common Stock	100	49.9500	05/27/2014			

STARBOARD DELIVERS LETTER TO DARDEN BOARD WITHDRAWING SPECIAL MEETING REQUEST

Believes Special Meeting is No Longer Good Use of Company Resources as Regardless of Special Meeting Outcome Sale of Red Lobster is

Binding

Remains Committed to Replacing a Majority of the Board at the Annual Meeting

NEW YORK, June 2, 2014 -- Starboard Value LP (together with its affiliates, "Starboard"), one of the largest shareholders of Darden Restaurants, Inc. ("Darden" or the "Company") (NYSE: DRI), today announced that it has delivered a private letter to the Board of Directors of the Company (the "Board") withdrawing its Special Meeting request delivered to Darden's Corporate Secretary on April 22, 2014 regarding the Company's proposed separation of Red Lobster. In the letter, Starboard reiterated its disbelief that the Board committed to an irreversible, poorly structured, and clearly value destructive sale of Red Lobster prior to the Special Meeting and without requiring shareholder approval despite a clear shareholder directive to call the Special Meeting. Starboard condemned the Board for rendering the Special Meeting moot by entering into a binding contract to sell Red Lobster that does not require shareholder approval.

Starboard believes that there is still substantial value to be unlocked at Darden. Starboard believes that its time is therefore better spent on the remaining opportunities to enhance shareholder value. Starboard remains committed to replacing a majority of the Board by electing a more qualified and more objective board that will commit to fairly representing shareholders, while putting in place a turnaround plan for Darden that will create substantial value.

About Starboard Value LP

Starboard Value LP is a New York-based investment adviser with a focused and differentiated fundamental approach to investing in publicly traded U.S. small cap companies. Starboard invests in deeply undervalued small cap companies and actively engages with management teams and boards of directors to identify and execute on opportunities to unlock value for the benefit of all shareholders.

Investor contacts:

Peter Feld, (212) 201-4878 Gavin Molinelli, (212) 201-4828 www.starboardvalue.com