



EARNINGS CALL

FISCAL 2018: Q3 RESULTS
March 22, 2018

Disclaimer/Non-GAAP Information

IMPORTANT NOTICE

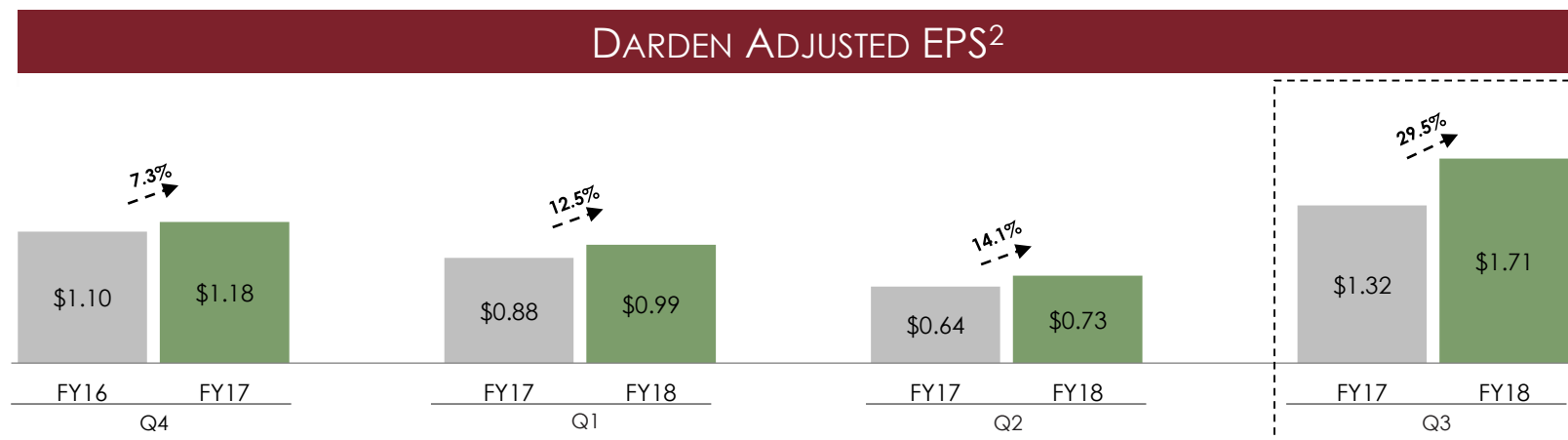
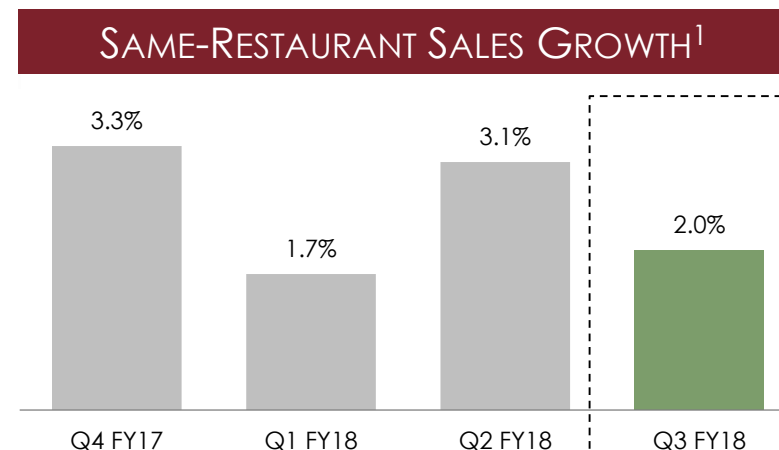
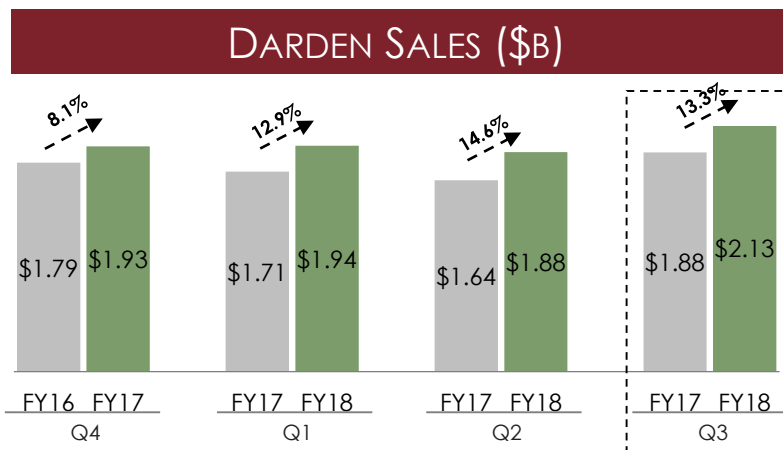
The following slides are part of a presentation by Darden Restaurants, Inc. (the "Company") and are intended to be viewed as part of that presentation (the "Presentation"). No representation is made that the Presentation is complete.

Forward-looking statements in this communication regarding our expected earnings performance and all other statements that are not historical facts, including without limitation statements concerning our future economic performance and expenses, are made under the Safe Harbor provisions of the Private Securities Litigation Reform Act of 1995. Any forward-looking statements speak only as of the date on which such statements are first made, and we undertake no obligation to update such statements to reflect events or circumstances arising after such date. We wish to caution investors not to place undue reliance on any such forward-looking statements. By their nature, forward-looking statements involve risks and uncertainties that could cause actual results to materially differ from those anticipated in the statements. The most significant of these uncertainties are described in Darden's Form 10-K, Form 10-Q and Form 8-K reports. These risks and uncertainties include our ability to successfully integrate Cheddar's Scratch Kitchen operations into our business, technology failures including failure to maintain a secure cyber network, food safety and food-borne illness concerns, litigation, unfavorable publicity, risks relating to public policy changes and federal, state and local regulation of our business, long-term and non-cancelable property leases, labor and insurance costs, failure to execute a business continuity plan following a disaster, health concerns including food-related pandemics or virus outbreaks, intense competition, failure to drive profitable sales growth, a lack of availability of suitable locations for new restaurants, higher-than-anticipated costs to open, close, relocate or remodel restaurants, an inability or failure to manage the accelerated impact of social media, a failure to execute innovative marketing tactics, a failure to develop and recruit effective leaders, a failure to address cost pressures, shortages or interruptions in the delivery of food and other products and services, adverse weather conditions and natural disasters, volatility in the market value of derivatives, economic factors specific to the restaurant industry and general macroeconomic factors including interest rates, disruptions in the financial markets, risks of doing business with franchisees, licensees and vendors in foreign markets, failure to protect our intellectual property, impairment in the carrying value of our goodwill or other intangible assets, failure of our internal controls over financial reporting and other factors and uncertainties discussed from time to time in reports filed by Darden with the Securities and Exchange Commission.

The information in this communication includes financial information determined by methods other than in accordance with accounting principles generally accepted in the United States of America ("GAAP"), such as adjusted diluted net earnings per share from continuing operations. The Company's management uses these non-GAAP measures in its analysis of the Company's performance. The Company believes that the presentation of certain non-GAAP measures provides useful supplemental information that is essential to a proper understanding of the operating results of the Company's businesses. These non-GAAP disclosures should not be viewed as a substitute for operating results determined in accordance with GAAP, nor are they necessarily comparable to non-GAAP performance measures that may be presented by other companies. Reconciliations of these non-GAAP measures to the most comparable GAAP measures are included under "Additional Information" in this presentation.



Fiscal Third Quarter Highlights



¹ Fiscal 2017 & 2018 same-restaurant sales exclude Cheddar's Scratch Kitchen.

² EPS values, except FY17 Q1, Q2 & Q3, are adjusted for special items. A reconciliation of reported to adjusted numbers can be found in the additional information section of this presentation.

Fiscal Third Quarter Highlights



2.2%

SAME-RESTAURANT SALES GROWTH

~310 BPS

SAME-RESTAURANT SALES INDUSTRY
OUTPERFORMANCE¹

~440 BPS

SAME-RESTAURANT GUEST COUNTS
INDUSTRY OUTPERFORMANCE¹



2.0%

SAME-RESTAURANT SALES GROWTH

~290 BPS

SAME-RESTAURANT SALES INDUSTRY
OUTPERFORMANCE¹

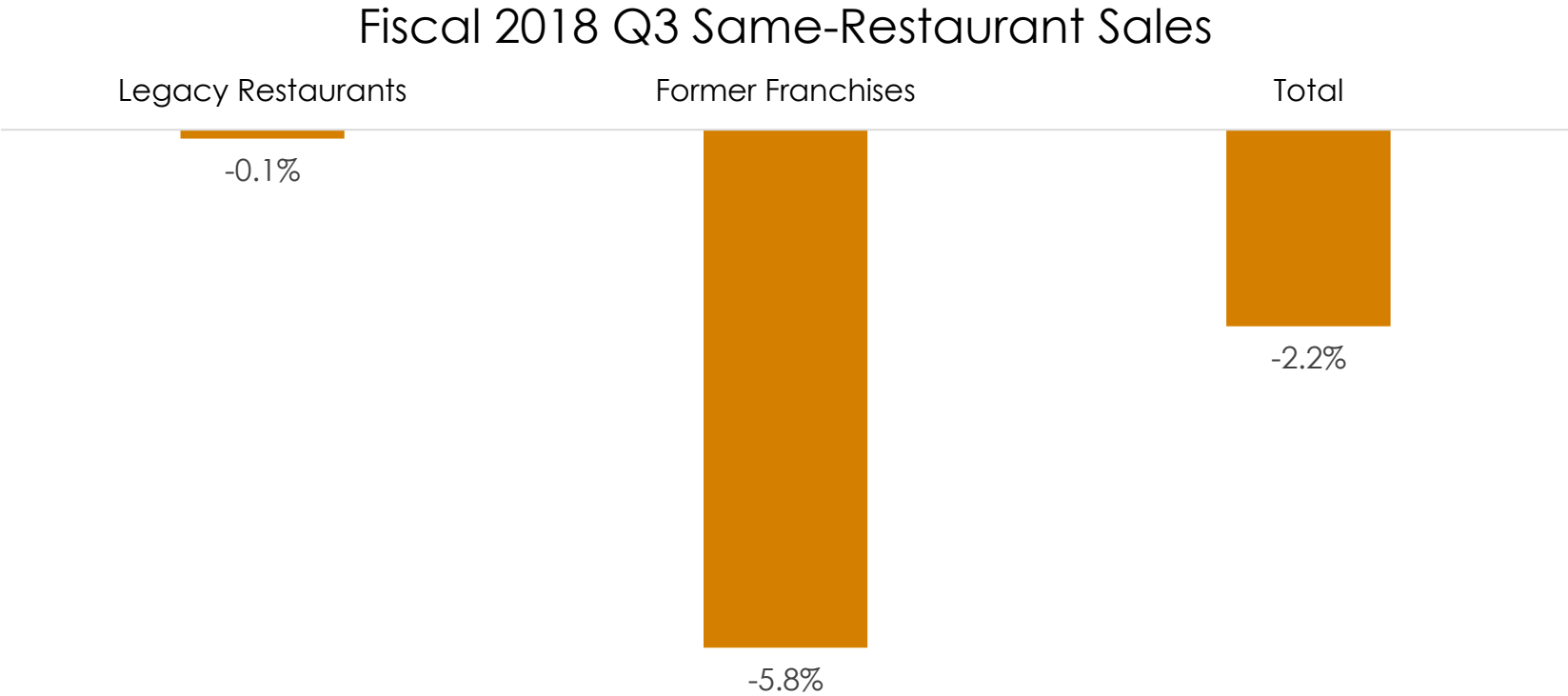
~420 BPS

SAME-RESTAURANT GUEST COUNTS
INDUSTRY OUTPERFORMANCE¹

¹ Industry excluding Darden brands.



Cheddar's Former Franchises Driving Same-Restaurant Sales Declines



THE
CAPITAL
B•U•R•G•E•R







 **DARDEN**
RESTAURANTS

Financial Discussion

Fiscal Third Quarter Highlights



13.3%

TOTAL SALES GROWTH

2.0%

SAME-RESTAURANT SALES
GROWTH¹

\$1.71

ADJUSTED DILUTED EPS FROM
CONTINUING OPERATIONS²

29.5%

ADJUSTED DILUTED EPS GROWTH
VS LAST YEAR²

\$78 MILLION

DIVIDENDS PAID

\$19 MILLION

SHARE REPURCHASES

¹ Excludes Cheddar's Scratch Kitchen.

² EPS values adjusted for special items. A reconciliation of reported to adjusted numbers can be found in the additional information section of this presentation.



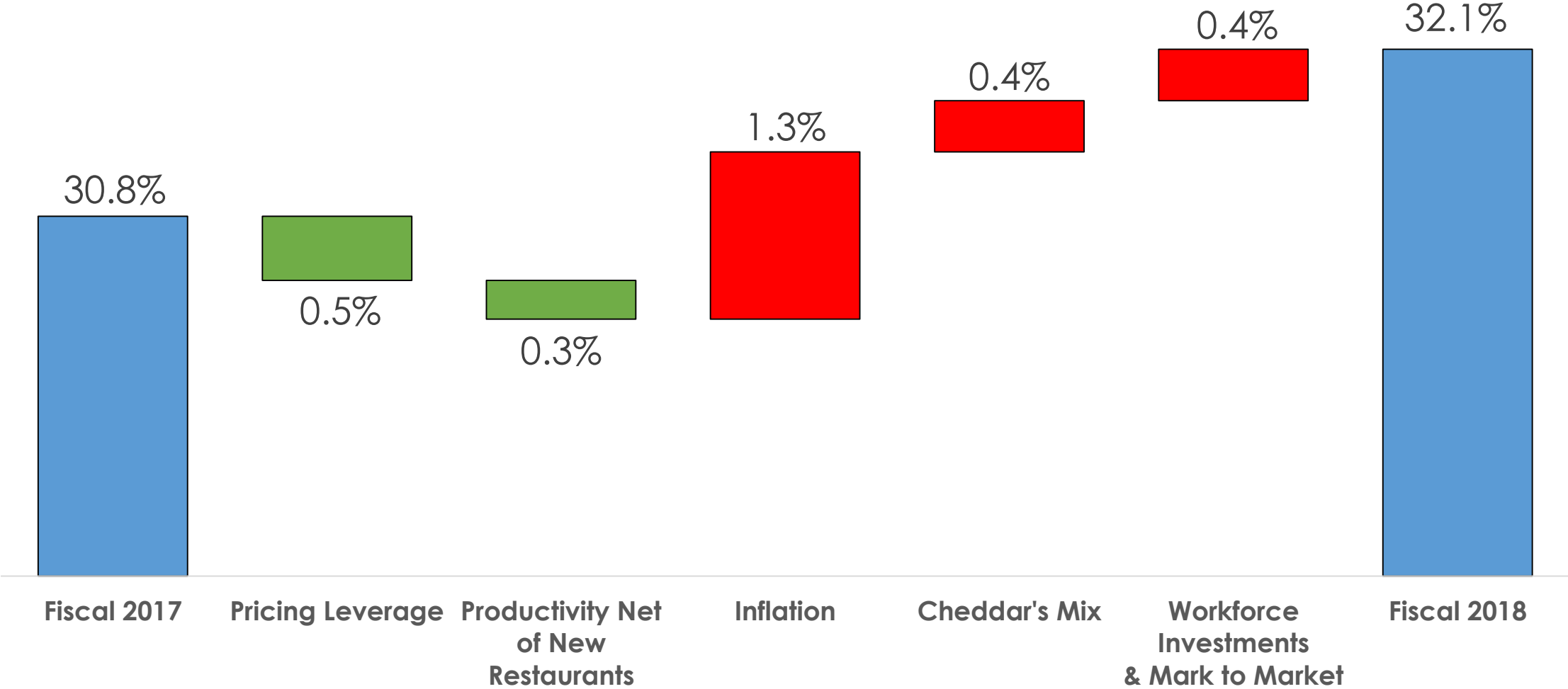
Margin Analysis

	As Reported	As Adjusted		
	Q3 2018 (\$ millions)	Q3 2018 (\$ millions)	Q3 2018 % of Sales	vs. Q3 2017 (bps) Favorable/(Unfavorable)
Sales	\$2,128.4	\$2,128.4		
Food & Beverage	\$603.3	\$603.3	28.3%	50
Restaurant Labor	\$683.0	\$683.0	32.1%	(130)
Restaurant Expenses	\$360.8	\$360.8	17.0%	10
Marketing	\$58.9	\$58.9	2.8%	10
Restaurant-Level EBITDA	\$422.4	\$422.4	19.8%	(60)
G&A	\$110.1	\$103.4	4.9%	(30)
Depreciation & Amortization	\$79.2	\$79.2	3.7%	(10)
Impairments and Disposal of Assets, Net	(\$0.3)	(\$0.3)	0.0%	Flat
EBIT	\$233.4	\$240.1	11.3%	(100)
Interest Expense	\$117.4	\$15.2	0.7%	(20)
EBT	\$116.0	\$224.9	10.6%	(120)
Income Tax Expense	(\$102.5)	\$9.8	0.5%	240
Note: Effective Tax Rate	-88.4%		4.4%	
EAT	\$218.5	\$215.1	10.1%	120

Note: Continuing operations, values may not foot due to rounding. A reconciliation of reported to adjusted numbers can be found in the additional information section of this presentation.



Q3 Restaurant Labor % of Sales



Green is a favorable variance to prior year, red is unfavorable

Mark to Market Negatively Impacting EBIT, Offset in Tax

	As Adjusted		Mark-to-Market Impact	
	Q3 2018 (\$ millions)	Q3 2018 % of Sales	Q3 2018 (\$ millions)	Q3 2018 (bps) Favorable / (Unfavorable)
Sales	\$2,128.4			
Restaurant Labor	\$683.0	32.1%	(\$1.5)	(10)
Restaurant-Level EBITDA	\$422.4	19.8%	(\$1.5)	(10)
G&A	\$103.4	4.9%	(\$5.5)	(30)
EBIT	\$240.1	11.3%	(\$7.0)	(30)
Income Tax Expense	\$9.8	0.5%	\$6.1	30
<i>Note: Effective Tax Rate</i>		4.4%		
EAT	\$215.1	10.1%	(\$0.9)	-

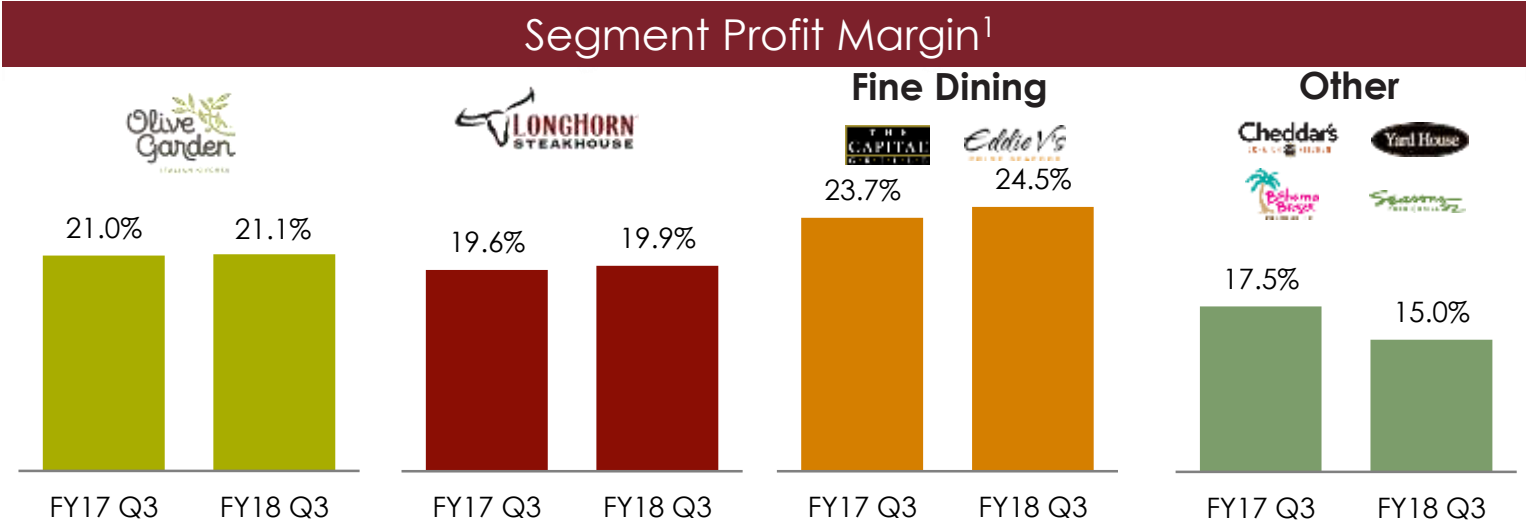
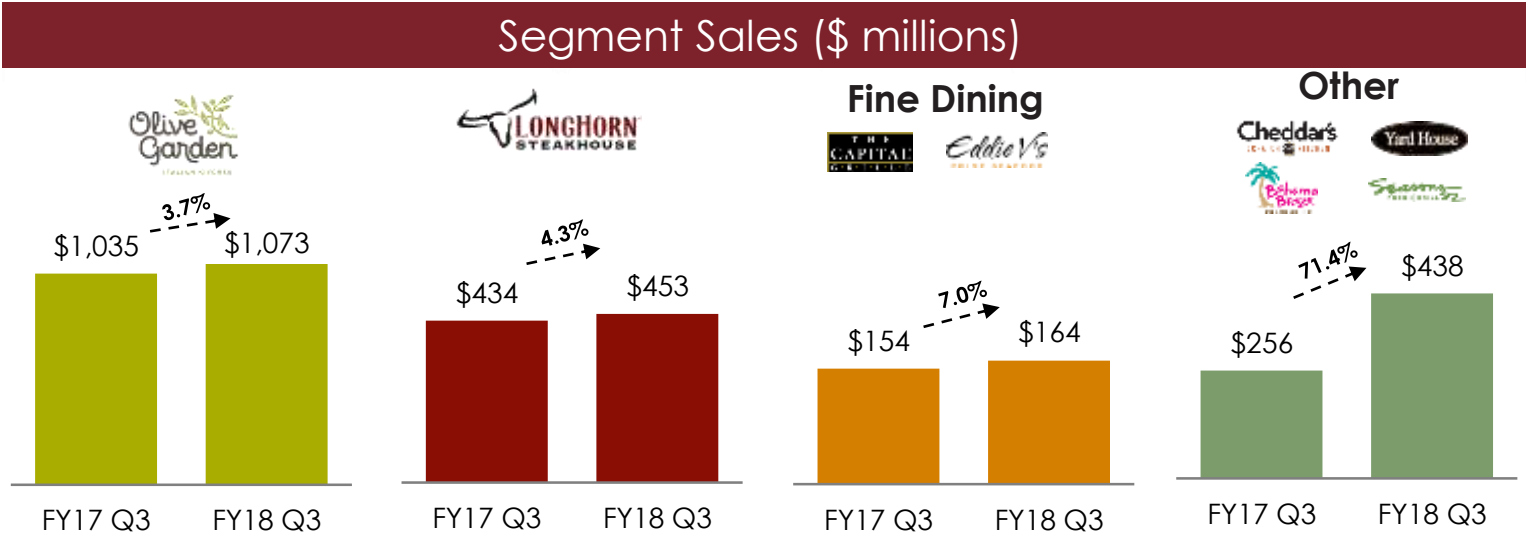
Note: Continuing operations, values may not foot due to rounding. A reconciliation of reported to adjusted numbers can be found in the additional information section of this presentation.



Normalized Q3 Effective Tax Rate of ~19%

Performance Adjusted Effective Tax Rate	4.4%	
Q1-Q2 Tax Reform True Up	~7%	} Included in January 8, 2018 Guidance
Resolution of Other Tax Matters	~4%	
Equity (incl. DRI) Market Impact	~4%	
Normalized Performance Adjusted Effective Tax Rate	~19%	

Fiscal Third Quarter Segment Performance



¹ Segment profit margin calculated as (sales less costs of food & beverage, restaurant labor, restaurant expenses and marketing expenses) / sales.

Increased Fiscal 2018 EPS Outlook

	<u>Current (03/22/18)</u>	<u>Prior (01/08/18)</u>
Same-restaurant sales growth ¹	~ 2%	~ 2%
New restaurant openings	~ 40	~ 40
Total sales growth	~ 13%	~ 13%
Effective tax rate	16.0% to 16.5%	~ 18%
Adjusted earnings per diluted share²	\$4.75 to \$4.80	\$4.70 to \$4.78
Capital expenditures	~ \$400M	\$400M to \$450M
Diluted avg. common shares outstanding	~ 126M	~ 126M

¹ Same-restaurant sales exclude Cheddar's Scratch Kitchen

² EPS values adjusted for special items. A reconciliation of reported to adjusted numbers can be found in the additional information section of this presentation.



Preliminary Fiscal 2019 Outlook

New restaurants	45 to 50
Capital expenditures	\$425M to \$475M
New restaurants	\$225M to \$260M
Remodels/Maintenance/Tech/Other	\$200M to \$215M
Effective tax rate	12% to 13%
Incremental investments	\$15MM
Diluted avg. common shares outstanding	~125M



Additional Information

Commodities Outlook – Q4 Fiscal 2018

	Annual Spend by Category	Coverage	March-May FY2018
			Outlook
Beef	19%	80%	Flat
Produce	13%	75%	Low Single Digit Inflation
Dairy / Oil ¹	10%	55%	Low Single Digit Inflation
Seafood	10%	90%	Flat
Wheat ²	7%	95%	Flat
Chicken	6%	95%	Flat
Non-Perishable / Other	35%	60%	Low Single Digit Inflation
<i>Weighted Average Coverage</i>	<i>100%</i>	<i>75%</i>	

¹ Includes cheese, cream, butter, and shortening.

² Includes breadsticks and pasta.

Reported to Adjusted Earnings Reconciliations

	Fiscal 2018											
	Q1 2018				Q2 2018				Q3 2018			
	Earnings Before Income Tax	Income Tax Expense (Benefit)	Net Earnings	Diluted Net Earnings Per Share	Earnings Before Income Tax	Income Tax Expense (Benefit)	Net Earnings	Diluted Net Earnings Per Share	Earnings Before Income Tax	Income Tax Expense (Benefit)	Net Earnings	Diluted Net Earnings Per Share
\$ in millions, except EPS												
Reported Earnings from Continuing Operations	\$159.5	\$38.2	\$121.3	\$0.95	\$113.4	\$24.8	\$88.6	\$0.71	\$116.0	(\$102.5)	\$218.5	\$1.74
Adjustments:												
Debt retirement costs	-	-	-	-	-	-	-	-	\$102.2	\$33.6	\$68.6	\$0.54
Net benefit of deferred tax revaluation	-	-	-	-	-	-	-	-	-	\$77.3	(\$77.3)	(\$0.61)
Cheddar's integration expenses	\$6.4	\$2.2	\$4.2	\$0.04	\$4.2	\$1.4	\$2.8	\$0.02	\$6.7	\$1.4	\$5.3	\$0.04
Adjusted Earnings from Continuing Operations	\$165.9	\$40.4	\$125.5	\$0.99	\$117.6	\$26.2	\$91.4	\$0.73	\$224.9	\$9.8	\$215.1	\$1.71

	Fiscal 2017				
	Q4 2017				
	Earnings Before Income Tax	Income Tax Expense (Benefit)	Net Earnings	Diluted Net Earnings Per Share	
\$ in millions, except EPS					
Reported Earnings from Continuing Operations	\$158.7	\$33.3	\$125.4	\$0.99	
Adjustments:					
Pension settlement charge	\$19.9	\$7.6	\$12.3	\$0.10	
Cheddar's acquisition and integration expenses	\$15.5	\$4.4	\$11.1	\$0.09	
Adjusted Earnings from Continuing Operations	\$194.1	\$45.3	\$148.8	\$1.18	

	Fiscal 2016				
	Q4 2016				
	Earnings Before Income Tax	Income Tax Expense (Benefit)	Net Earnings	Diluted Net Earnings Per Share	
\$ in millions, except EPS					
Reported Earnings from Continuing Operations	\$175.4	\$35.0	\$140.4	\$1.10	
Adjustments:					
Real estate plan implementation	\$2.0	\$1.8	\$0.2	-	
Adjusted Earnings from Continuing Operations	\$177.4	\$36.8	\$140.6	\$1.10	

Reconciliation of Fiscal 2018 Annual Reported to Adjusted Earnings Outlook

Fiscal 2018 Outlook	Current (03/22/18)		Prior (01/08/18)	
Reported diluted net earnings per share from continuing operations	\$4.73	to	\$4.78	\$5.17 to \$5.27
Cheddar's integration expense	\$0.14		\$0.14	\$0.13 to \$0.10
Debt retirement costs	\$0.81		\$0.81	- to -
Income tax expense from Cheddar's integration and debt retirement	(0.32)		(0.32)	(0.04) to (0.03)
Net benefit of deferred tax revaluation	(0.61)		(0.61)	(0.56) to (0.56)
Adjusted diluted net earnings per share from continuing operations	\$4.75	to	\$4.80	\$4.70 to \$4.78

Reported to Adjusted EBIT Margin and Earnings Reconciliations

(in millions)	Quarter Ended		Change (bps)
	2/25/2018	2/26/2017	
Sales - as reported	\$ 2,128.4	\$ 1,878.7	
Earnings from continuing operations - as reported	\$ 218.5	\$ 166.3	
Interest, net - as reported	117.4	9.3	
Income tax expense (benefit) - as reported	(102.5)	53.9	
EBIT from continuing operations	\$ 233.4	\$ 229.5	
EBIT Margin from continuing operations	11.0%	12.2%	(120)
EBIT Impacts	6.7 (1)	-	
Adjusted EBIT from continuing operations	240.1	229.5	
Adjusted EBIT Margin from continuing operations	11.3%	12.2%	(90)
Earnings from continuing operations - as reported	\$ 218.5	\$ 166.3	
EBIT adjustments	6.7 (1)	-	
Interest expense adjustments	102.2 (2)	-	
Income tax impacts of adjustments	(35.0)	-	
Net benefit of deferred tax revaluation	(77.3)	-	
Adjusted earnings from continuing operations	\$ 215.1	\$ 166.3	
Adjusted earnings Margin from continuing operations	10.1%	8.9%	120

(1) Represents costs associated with Cheddar's acquisition

(2) Represents costs associated with debt retirement