

FORTUNE BRANDS INC
Form 4
December 06, 2004

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAYS THOMAS C

(Last) (First) (Middle)

FORTUNE BRANDS, INC., 300
TOWER PARKWAY

(Street)

LINCOLNSHIRE, IL 60069

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FORTUNE BRANDS INC [FO]

3. Date of Earliest Transaction
(Month/Day/Year)
12/02/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock, Par Value \$3.125 ⁽¹⁾	12/02/2004		M ⁽²⁾	5,300 A \$ 38.69	5,300 ⁽¹⁾	D	
Common Stock, Par Value \$3.125 ⁽¹⁾	12/02/2004		S	5,300 D \$ 78.3 0	0	D	
Common Stock, Par Value \$3.125 ⁽¹⁾	12/03/2004		M ⁽²⁾	21,700 A \$ 38.69	21,700 ⁽¹⁾	D	

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Common Stock, Par Value	12/03/2004	S	21,700	D	\$ 78	0	D	
\$3.125 ⁽¹⁾								
Common Stock, Par Value						52,352 ⁽¹⁾	I	By trusts held for the benefit of Mr. Hays and his spouse.
\$3.125 ⁽¹⁾								
Common Stock, Par Value						9,907 ⁽¹⁾	I	By trusts held for the benefit of various family members.
\$3.125 ⁽¹⁾								
Common Stock, Par Value						4,063 ⁽¹⁾ ⁽³⁾	I	By Fortune Brands, Inc. Retirement Savings Plan Trust.
\$3.125 ⁽¹⁾								

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 38.69	12/02/2004		M ⁽²⁾	5,300 ⁽¹⁾	02/23/1999	02/23/2008	Common Stock	5,300 ⁽¹⁾
Options (Right to Buy)	\$ 38.69	12/03/2004		M ⁽²⁾	21,700 ⁽¹⁾	02/23/1999	02/23/2008	Common Stock	21,700 ⁽¹⁾

