

FORTUNE BRANDS INC
Form 4
September 19, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON PETER M

(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)
08/16/2005

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock, Par Value \$3.125					140	D	

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

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SEC 1474 (9-02)

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

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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)	8. Price of Underlying Securities (Instr. 3 and 4)
Options (Right to Buy)	\$ 36.21 <u>(1)</u>					Date Exercisable: 04/28/1999 Expiration Date: 04/28/2008	Common	2,099 <u>(1)</u>
Options (Right to Buy)	\$ 37.99 <u>(1)</u>					Date Exercisable: 04/28/2000 Expiration Date: 04/28/2009	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 26.26 <u>(1)</u>					Date Exercisable: 04/25/2001 Expiration Date: 04/25/2010	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 30.21 <u>(1)</u>					Date Exercisable: 04/24/2002 Expiration Date: 04/24/2011	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 50.11 <u>(1)</u>					Date Exercisable: 04/30/2003 Expiration Date: 04/30/2012	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 46.23 <u>(1)</u>					Date Exercisable: 03/29/2004 Expiration Date: 04/29/2013	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 74.17 <u>(1)</u>					Date Exercisable: 03/27/2005 Expiration Date: 04/27/2014	Common	2,624 <u>(1)</u>
Options (Right to Buy)	\$ 82.03 <u>(1)</u>					Date Exercisable: 03/26/2006 Expiration Date: 04/26/2015	Common	2,624 <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON PETER M FORTUNE BRANDS, INC.	X			

300 TOWER PARKWAY
LINCOLNSHIRE, IL 60069

Signatures

Mark A. Roche, Attorney-in-Fact for Peter M.
Wilson

09/19/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) In connection with the spin-off of ACCO World Corporation (now known as ACCO Brands Corporation) on August 16, 2005, anti-dilution adjustments were made to the outstanding options to preserve their pre-transaction values. Accordingly, the exercise price and the number of options granted under the issuer's 1997 and 2002 Non-Employee Director Stock Option Plans were adjusted.

Remarks:

On August 16, 2005, the issuer spun-off ACCO World Corporation (now known as ACCO Brands Corporation), its office pro

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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