

FORTUNE BRANDS INC

Form 4

September 19, 2005

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LOHMAN GORDON R

(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 Indirect Beneficial Ownership (Instr. 4)
			(A) or (D)	Code V Amount Price			
Common Stock, Par Value \$3.125					1,500	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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. Pri Deriv Secur (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options (Right to Buy)	\$ 31.83 (1)					04/30/1998	04/30/2007	Common	3,376 (1)	
Options (Right to Buy)	\$ 36.21 (1)					04/28/1999	04/28/2008	Common	2,099 (1)	
Options (Right to Buy)	\$ 37.99 (1)					04/28/2000	04/28/2009	Common	2,624 (1)	
Options (Right to Buy)	\$ 26.26 (1)					04/25/2001	04/25/2010	Common	2,624 (1)	
Options (Right to Buy)	\$ 30.21 (1)					04/24/2002	04/24/2011	Common	2,624 (1)	
Options (Right to Buy)	\$ 50.11 (1)					04/30/2003	04/30/2012	Common	2,624 (1)	
Options (Right to Buy)	\$ 46.23 (1)					03/29/2004	04/29/2013	Common	2,624 (1)	
Options (Right to Buy)	\$ 74.17 (1)					03/27/2005	04/27/2014	Common	2,624 (1)	
Options (Right to Buy)	\$ 82.03 (1)					03/26/2006	04/26/2015	Common	2,624 (1)	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

LOHMAN GORDON R
FORTUNE BRANDS, INC.
300 TOWER PARKWAY
LINCOLNSHIRE, IL 60069

X

Signatures

Mark A. Roche, Attorney-in-Fact for Gordon R.
Lohman

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 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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