

HAUSBERG MARK

Form 4

March 09, 2010

**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 \*  
**HAUSBERG MARK**

(Last) (First) (Middle)

520 LAKE COOK ROAD

(Street)

DEERFIELD, IL 60015

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/08/2010

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Sr. VP - Finance &amp; Treasurer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, Par<br>Value<br>\$3.125 | 03/08/2010                              |                                                             | M <sup>(1)</sup>                     | 24,088 A                                                                | \$<br>23.35 52,981                                                                                                 | D                                                                       |                                                                   |
| Common<br>Stock, Par<br>Value<br>\$3.125 | 03/08/2010                              |                                                             | S                                    | 24,088 D                                                                | \$<br>46.42<br>(2) 28,893                                                                                          | D                                                                       |                                                                   |
| Common<br>Stock, Par<br>Value<br>\$3.125 |                                         |                                                             |                                      |                                                                         | 1,310 (3)                                                                                                          | I                                                                       | Fortune<br>Brands, Inc.<br>Retirement<br>Savings                  |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Options<br>(Right to<br>Buy)                        | \$ 23.35                                                              | 03/08/2010                              |                                                             | M <sup>(1)</sup>                        |                                                                                                              | 24,088                                                         |     | 09/26/2001                                                          | 09/26/2010         | Common<br>Stock | 24,088                              |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships                    |
|------------------------------------------------------------|----------------------------------|
|                                                            | Director 10% Owner Officer Other |
| HAUSBERG MARK<br>520 LAKE COOK ROAD<br>DEERFIELD, IL 60015 | Sr. VP - Finance & Treasurer     |

## Signatures

Angela M. Pla, Attorney-in-Fact for Mark Hausberg  
 03/09/2010  
 \*\*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) Reflects the exercise of options issued under the issuer's Long-Term Incentive Plans.

The price in column 4 is the weighted average sale price of the shares, which includes 688 shares sold at \$46.17; 1,000 shares sold at \$46.18; 800 shares sold at \$46.19; 500 shares sold at \$46.20; 2,900 shares sold at \$46.25; 800 shares sold at \$46.26; 400 shares sold at \$46.27; 300 shares sold at \$46.28; 700 shares sold at \$46.29; 300 shares sold at \$46.30; 300 shares sold at \$46.37; 100 shares sold at \$46.40; 7,700 shares sold at \$46.50; 1,800 shares sold at \$46.51; 1,000 shares sold at \$46.52; 600 shares sold at \$46.53; 500 shares sold at \$46.54; 1,600 shares sold at \$46.55; 400 shares sold at \$46.56; 500 shares sold at \$46.57 and 1,200 shares sold at \$46.58.

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- (3) The number of shares reported as held by the Fortune Brands, Inc. Retirement Savings Plan Trust represents the undersigned's proportional beneficial interest in the common stock held in the Trust as of March 8, 2010.

### Remarks:

On March 8, 2010, Mr. Hausberg exercised and subsequently sold 24,088 options granted to him under the issuer's Long-Term

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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