### Edgar Filing: FORTUNE BRANDS INC - Form 4

#### FORTUNE BRANDS INC

Form 4

February 25, 2009

### FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Section 16. Form 4 or Form 5 obligations

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

burden hours per response... 0.5

**OMB APPROVAL** 

may continue.

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KLEIN CHRISTOPHER J			2. Issuer Name and Ticker or Trading Symbol FORTUNE BRANDS INC [FO] 3. Date of Earliest Transaction (Month/Day/Year) 02/23/2009				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% OwnerX Officer (give title Other (specify below)  Senior Vice President				
(Last) (First) (Middle) 520 LAKE COOK ROAD											
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
DEERFIELD, IL 60015								Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securion onAcquired Disposed (Instr. 3,	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Stock, Par Value \$3.125							17,318	D			
Common Stock, Par Value \$3.125							3,215 (1)	I	By Fortune Brands, Inc. Retirement Savings Plan		
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

**SEC 1474** 

(9-02)

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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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	Underlying S	7. Title and Amount of Jnderlying Securities Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (2)	<u>(3)</u>	02/23/2009		A	14,700	<u>(4)</u>	<u>(4)</u>	Common	14,700	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KLEIN CHRISTOPHER J 520 LAKE COOK ROAD DEERFIELD, IL 60015

Senior Vice President

## **Signatures**

Angela M. Pla, Attorney-in-Fact for Christopher J. Klein

02/25/2009

\*\*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) 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 February 23, 2009.
- (2) Reflects the grant of restricted stock unit awards payable in shares of the Company's common stock under the issuer's 2007 Long-Term Incentive Plan.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock.
  - Full Payment of the award will be made in the form of shares in 2012 if Mr. Klein (a) remains employed with the Company through
- (4) December 31, 2011 and certain performance goals are met (b)complies with a non-compete in the event of retirement, or (c) in the event death or disability.

#### **Remarks:**

Reporting Owners 2

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On February 23, 2009, Mr. Klein was granted an award of 14,700 restricted stock units under the issuer's 2007 Long-Term Inc. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.