

HAUSBERG MARK
Form 4
June 23, 2005

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 *
HAUSBERG MARK

(Last) (First) (Middle)

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)
06/21/2005

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)

Sr. VP - Finance & Treasurer

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, Par Value \$3.125	06/21/2005		M ⁽¹⁾		8,500	A	\$ 35.63
Common Stock, Par Value \$3.125	06/21/2005		M ⁽¹⁾		14,800	A	\$ 34.81
Common Stock, Par Value \$3.125	06/21/2005		S		23,300	D	\$ 90.52

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Common Stock, Par Value \$3.125	06/21/2005	M ⁽¹⁾	1,755	A	\$ 35.63	24,479	D	
Common Stock, Par Value \$3.125	06/21/2005	M ⁽¹⁾	2,800	A	\$ 34.81	27,279	D	
Common Stock, Par Value \$3.125	06/21/2005	M ⁽¹⁾	507	A	\$ 34.19	27,786	D	
Common Stock, Par Value \$3.125	06/21/2005	F ⁽²⁾	1,944	D	\$ 91.18	25,842	D	
Common Stock, Par Value \$3.125						1,155 ⁽³⁾	I	By Fortune Brands Retirement Savings Plan Trust.

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

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(9-02)

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	
Options (Right to Buy)	\$ 35.63	06/21/2005		M ⁽¹⁾	8,500	11/17/1998 11/17/2007	Common Stock	8,500	
Options (Right to Buy)	\$ 34.81	06/21/2005		M ⁽¹⁾	14,800	11/16/1999 11/16/2008	Common Stock	14,800	

Options (Right to Buy)	\$ 35.63	06/21/2005	M ⁽¹⁾	1,755	11/17/1998	11/17/2007	Common Stock	1,755
Options (Right to Buy)	\$ 34.81	06/21/2005	M ⁽¹⁾	2,800	11/16/1999	11/16/2008	Common Stock	2,800
Options (Right to Buy)	\$ 34.19	06/21/2005	M ⁽¹⁾	507	11/15/2000	11/15/2009	Common Stock	507

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAUSBERG MARK 300 TOWER PARKWAY LINCOLNSHIRE, IL 60069			Sr. VP - Finance & Treasurer	

Signatures

Angela M. Pla, Attorney-in-Fact for Mark Hausberg

 **Signature of Reporting Person

06/23/2005

 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 Plan.
- (2) Reflects the delivery from the reporting person to the issuer of shares of common stock with a fair market value equal to the exercise price of the option.
- (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 June 21, 2005.

Remarks:

On June 21, 2005, Mr. Hausberg exercised and subsequently sold 23,300 options granted under the issuer's Long-Term Incentive Plan. Mr. Hausberg also exercised 5,062 options under the issuer's Long-Term Incentive Plans and delivered to the issuer 1,944 shares of the issuer's stock, which had an aggregate fair market value equal to the exercise price of the option. As a result of these transactions, Mr. Hausberg's direct ownership of the issuer's common stock increased by 3,118 shares, from 22,724 shares to 25,842 shares. Mr. Hausberg also holds options to purchase 165,943 shares of the issuer's common stock and indirectly holds 1,155 shares through his participation in the Fortune Brands Retirement Savings Plan.

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.