

WILSON PETER M
Form 4
April 27, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
WILSON PETER M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

FORTUNE BRANDS, INC., 520 LAKE COOK ROAD

04/25/2006

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DEERFIELD, IL 60015

(City) (State) (Zip)

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	04/25/2006		M ⁽¹⁾		2,099	A	\$ 36.21
					2,239		
Common Stock, Par Value \$3.125	04/25/2006		M ⁽¹⁾		2,624	A	\$ 37.99
					4,863		
Common Stock, Par Value \$3.125	04/25/2006		M ⁽¹⁾		2,624	A	\$ 26.26
					7,487		

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Common
 Stock, Par Value 04/25/2006 M⁽¹⁾ 2,624 A \$ 30.21 10,111 D
 \$3.125

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)

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. Amount or Number of Shares
Options (Right to Buy)	\$ 36.21	04/25/2006		M ⁽¹⁾	2,099	04/28/1999 04/28/2008	Common	2,099
Options (Right to Buy)	\$ 37.99	04/25/2006		M ⁽¹⁾	2,624	04/28/2000 04/28/2009	Common	2,624
Options (Right to Buy)	\$ 26.26	04/25/2006		M ⁽¹⁾	2,624	04/25/2001 04/25/2010	Common	2,624
Options (Right to Buy)	\$ 30.21	04/25/2006		M ⁽¹⁾	2,624	04/24/2002 04/24/2011	Common	2,624

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON PETER M FORTUNE BRANDS, INC. 520 LAKE COOK ROAD	X			

DEERFIELD, IL 60015

Signatures

Angela M. Pla, Attorney-in-Fact for Peter M.
Wilson

04/27/2006

__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 stock options issued under the issuer's Non-Employee Director Stock Option Plans.

Remarks:

On April 25, 2006, Mr. Wilson exercised and held a total of 9,971 options to purchase the issuer's shares. As a result of these

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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