

BEAM INC
Form 4
September 05, 2013

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Baldock Philip A

(Last) (First) (Middle)

BEAM INC., 510 LAKE COOK ROAD

(Street)

DEERFIELD, IL 60015

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BEAM INC [NYSE: BEAM]

3. Date of Earliest Transaction
(Month/Day/Year)
09/03/2013

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)

SVP & President, APSA

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 | (D) | Price |
| Common Stock, par value \$3.125 | 09/03/2013 | | M ⁽¹⁾ | | 2,244 | A | \$ 57.1798 |
| Common Stock, par value \$3.125 | 09/03/2013 | | M ⁽¹⁾ | | 8,542 | A | \$ 61.7448 |
| Common Stock, par value \$3.125 | 09/03/2013 | | M ⁽¹⁾ | | 2,846 | A | \$ 47.3192 |

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| | | | | | | | |
|--|------------|-------------------------|--------|---|-----------------------------|--------|---|
| Common Stock, par value \$3.125 | 09/03/2013 | <u>M</u> ⁽¹⁾ | 5,039 | A | \$ 35.6741 | 18,671 | D |
| Common Stock, par value \$3.125 | 09/03/2013 | <u>M</u> ⁽¹⁾ | 9,144 | A | \$ 51.0792 | 27,815 | D |
| Common Stock, par value \$3.125 | 09/03/2013 | S | 27,815 | D | \$ 63.2135 <u>(2)</u> | 0 | D |
| Common Stock, par value \$3.125 | 09/04/2013 | <u>M</u> ⁽¹⁾ | 4,393 | A | \$ 51.0792 | 4,393 | D |
| Common Stock, par value \$3.125 | 09/04/2013 | S | 4,393 | D | \$ 63.033 <u>(3)</u> | 0 | D |
| Common Stock, par value \$3.125 | 09/05/2013 | <u>M</u> ⁽¹⁾ | 2,527 | D | \$ 51.0792 | 2,527 | D |
| Common Stock, par value \$3.125 | 09/05/2013 | <u>M</u> ⁽¹⁾ | 4,942 | D | \$ 55.43 | 7,469 | D |
| Common Stock, par value \$3.125 | 09/05/2013 | <u>M</u> ⁽¹⁾ | 6,023 | D | \$ 36.2468 | 13,492 | D |
| Common Stock, par value \$3.125 | 09/05/2013 | S | 13,492 | D | \$ 63.0655 <u>(5)</u> | 0 | D |

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)**

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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. Amount or Number of Shares | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-------------------------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 57.1798 | 09/03/2013 | | M ⁽¹⁾ | | 2,244 | | 09/28/2007 | 09/28/2014 | Common Stock | 2,244 |
| Stock Option (Right to Buy) | \$ 61.7448 | 09/03/2013 | | M ⁽¹⁾ | | 8,542 | | 09/26/2009 | 09/26/2013 | Common Stock | 8,542 |
| Stock Option (Right to Buy) | \$ 47.3192 | 09/03/2013 | | M ⁽¹⁾ | | 2,846 | | 09/29/2011 | 09/29/2015 | Common Stock | 2,846 |
| Stock Option (Right to Buy) | \$ 35.6741 | 09/03/2013 | | M ⁽¹⁾ | | 5,039 | | 09/30/2012 | 09/30/2016 | Common Stock | 5,039 |
| Stock Option (Right to Buy) | \$ 51.0792 | 09/03/2013 | | M ⁽¹⁾ | | 9,144 | | ⁽⁴⁾ | 02/22/2021 | Common Stock | 9,144 |
| Stock Option (Right to Buy) | \$ 51.0792 | 09/04/2013 | | M ⁽¹⁾ | | 4,393 | | ⁽⁴⁾ | 02/22/2021 | Common Stock | 4,393 |
| Stock Option (Right to Buy) | \$ 51.0792 | 09/05/2013 | | M ⁽¹⁾ | | 2,527 | | ⁽⁴⁾ | 02/22/2021 | Common Stock | 2,527 |
| Stock Option (Right to Buy) | \$ 55.43 | 09/05/2013 | | M ⁽¹⁾ | | 4,942 | | ⁽⁶⁾ | 02/21/2022 | Common Stock | 4,942 |
| Stock Option | \$ 36.2468 | 09/05/2013 | | M ⁽¹⁾ | | 6,023 | | 02/22/2013 | 02/22/2017 | Common Stock | 6,023 |

(Right to
Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Baldock Philip A BEAM INC. 510 LAKE COOK ROAD DEERFIELD, IL 60015 | | | SVP & President, APSA | |

Signatures

Todd M. Bloomquist, as Attorney-in-Fact for Philip Baldock 09/05/2013

__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 under Beam's Long-Term Incentive Plans.

(2) The price in column 4 is the weighted average selling price of the shares. The shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.34, inclusive. The Reporting Person undertakes to provide to the SEC, Beam and any security holder, upon request, full information regarding the number of shares sold at each separate price point within the ranges set forth in this footnote.

(3) The price in column 4 is the weighted average selling price of the shares. The shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.16, inclusive. The Reporting Person undertakes to provide to the SEC, Beam and any security holder, upon request, full information regarding the number of shares sold at each separate price point within the ranges set forth in this footnote.

(4) The option has vested as to 16,064 shares as of February 22, 2013 and will vest as to the remaining 8,031 shares on February 22, 2014.

(5) The price in column 4 is the weighted average selling price of the shares. The shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.22, inclusive. The Reporting Person undertakes to provide to the SEC, Beam and any security holder, upon request, full information regarding the number of shares sold at each separate price point within the ranges set forth in this footnote.

(6) The option has vested as to 4,942 shares as of February 21, 2013 and will vest as to an additional 4,940 shares on each of February 21, 2014 and February 21, 2015.

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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