Lane Elizabeth R. Form 4 February 15, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number: January 31,

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

\$0.01

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Lane Elizabeth R.			2. Issuer Name and Ticker or Trading Symbol Fortune Brands Home & Security,					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
	Inc. [F	Inc. [FBHS]				•				
(Last) (First) (Middle) 520 LAKE COOK ROAD			3. Date of Earliest Transaction (Month/Day/Year) 02/13/2012					Director 10% OwnerX Officer (give title Other (specify below)  SVP-Human Resources		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
DEERFIEI	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution any	Execution Date, if		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, Par Value \$0.01	02/13/2012			A(1)	14,918	A	\$ 0	77,977 <u>(2)</u>	D	
Common Stock, Par Value \$0.01	02/13/2012			F(3)	4,692	D	\$ 19.32	73,285 (2)	D	
Common Stock, Par Value	02/13/2012			A(4)	14,037	A	\$ 0	87,322 <u>(5)</u>	D	

## Edgar Filing: Lane Elizabeth R. - Form 4

Common Stock, Par Value \$0.01

 $1,763 \frac{(6)}{}$ 

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By Fortune Brands Home & Security, Inc.

Retirement 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)

Plan

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

1. Title of 2. 3. Transaction Date 3A. Deemed Derivative Conversion or Exercise (Instr. 3) Price of Derivative Security Security 3. Transaction Date 3A. Deemed Execution Date 3A. Deemed (Month/Day/Year) Execution Date 3A. Deemed (Month/Day/Year) Execution Date 3A. Deemed (Month/Day/Year) Execution Date 3A. Deemed Execution Date

3A. Deemed 4. 5.

Execution Date, if TransactionNumber any Code of (Month/Day/Year) (Instr. 8) Derivative Securities Acquired

(A) or

of (D)

Disposed

(Instr. 3, 4, and 5)

6. Date Exercisable and Expiration Date (Month/Day/Year) ive

7. Title and Amount of Underlying Securities (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5)

Bene Own Follo Repo Trans (Instr

9. Nu

Deriv

Secu

Date Expiration Title Number of Shares

**Reporting Owners** 

**Reporting Owner Name / Address** 

Relationships

Director 10% Owner

Officer

Other

Lane Elizabeth R.

520 LAKE COOK ROAD DEERFIELD, IL 60015 **SVP-Human Resources** 

Code V (A) (D)

Signatures

/s/ Angela M. Pla, Attorney-in-Fact for Elizabeth R.

Lane 02/15/2012

\*\*Signature of Reporting Person Date

Reporting Owners 2

## **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) Represents shares of the issuer's common stock acquired by the reporting person as a result of the settlement of the 2009-2011 performance share awards previously awarded by Fortune Brands, Inc. (n/k/a Beam Inc.).
- (2) Includes 30,900 unvested restricted stock units which were previously reported on Table II of Form 4 on October 6, 2011.
- (3) Reflects the withholding by the issuer of shares having a fair market value equal to the withholding taxes due by the reporting person.
  - Represents restricted stock units awarded to the reporting person as a result of the conversion of the 2010-2012 performance share awards previously awarded by Fortune Brands, Inc. (n/k/a Beam Inc.). This conversion occurred pursuant to the terms of the Employee Matters
- (4) Agreement dated September 28, 2011, between FBHS and Fortune Brands, Inc. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock. Subject to the reporting person's continued service with the issuer, the restricted stock units shall vest on December 31, 2012.
- (5) Includes a total of 67,751 restricted stock units that have not yet vested; 30,900 of which were previously reported on Table II of Form 4 on October 6, 2011.
- (6) Represents the number shares of the issuer's common stock held through participation in the Fortune Brands Home & Security, Inc. Retirement Savings Plan as of February 14, 2012.

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.