FULLER H B CO Form 4 August 02, 2005

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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**OMB APPROVAL** 

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Check this box

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(b).

1. Name and Addi KLEEDEHN I	_	ting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol FULLER H B CO [FUL]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
1200 WILLOW LAKE BOULEVARD, P.O. BOX 64683		X 64683	(Month/Day/Year) 07/26/2005	XDirector10% Owner Officer (give title below) Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ST. PAUL 55164-0683			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 Be							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 Acqui oror Disposed of (D) (Instr. 3, 4 and 5)		red (A)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	07/26/2005		M	3,004.545	D	\$ 34.55	1,369.77 (4)	D	
Common Stock	07/26/2005		M	3,004.545	A	\$ 34.55	3,004.545	D	
Common Stock	07/26/2005		F	902 (8)	D	\$ 34.55	2,102.545	D	
Common Stock	07/26/2005		D	0.545 (9)	D	\$ 34.55	2,102	D	

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	2.	3. Transaction Date		4. 5. TransactiorNumber		6. Date Exercisab	le and Expiration	7. Title and Amount of Underlying Securities	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Units	\$ 0 (1)					08/08/1988(2)	08/08/1988(2)	Common Stock	3,797.8
Stock Units	\$ 0 (5)					08/08/1988(6)	08/08/1988(6)	Common Stock	2,570.34

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KLEEDEHN KNUT 1200 WILLOW LAKE BOULEVARD P.O. BOX 64683

X

ST. PAUL 55164-0683

## **Signatures**

Timothy J. Keenan, Attorney-in-Fact 08/02/2005

\*\*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) Deferred Compensation Plan: These units convert into shares of common stock on a 1-for-1 basis.

Directors' Deferred Compensation Plan: These stock units were acquired pursuant to the H.B. Fuller Company's Directors' Deferred

On Compensation Plan: These stock units will be converted into shares of common stock upon rationment, death, disability or certain

(2) Compensation Plan. These stock units will be converted into shares of common stock upon retirement, death, disability or certain specified events, all as defined in such plan.

**(3)** 

Reporting Owners 2

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Directors' Deferred Compensation Plan Dividend Reinvestment: This amount includes stock units acquired pursuant to a dividend equivalent feature of the Directors' Deferred Compensation Plan.

- (4) 1998 Directors' Stock Plan Dividend Reinvestment: This amount includes shares acquired pursuant to a dividend reinvestment feature of the 1998 Directors' Stock Plan.
- (5) Deferred Compensation Plan: These units (acquired after 12-31-04) convert into shares of common stock on a 1-for-1 basis.
- Directors' Deferred Compensation Plan: These stock units (acquired after 12-31-04) were acquired pursuant to the H.B. Fuller Company's (6) Directors' Deferred Compensation Plan. These stock units will be converted into shares of common stock upon retirement, death,
- (6) Directors' Deferred Compensation Plan. These stock units will be converted into shares of common stock upon retirement, death, disability or certain specified events, all as defined in such plan, subject to holding periods required by law.
- (7) Directors' Deferred Compensation Plan Dividend Reinvestment: This amount (acquired after 12-31-04)includes stock units acquired pursuant to a dividend equivalent feature of the Directors' Deferred Compensation Plan.
- (8) 1998 Directors' Stock Plan: Shares withheld for non-resident alien tax withholding on 3004.545 shares issued pursuant to a vesting provision of the 1998 Directors' Stock Plan.
- (9) Cash settlement of fractional share in connection with the vesting of restricted stock held by reporting person.

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.