Newlands William A Form 4 May 09, 2012

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Ad Newlands Wi	•	rting Person *	2. Issuer Name and Ticker or Trading Symbol BEAM INC [NYSE: BEAM]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
			(Month/Day/Year)	Director 10% Owner			
BEAM INC., 510 LAKE COOK ROAD			05/08/2012	_X Officer (give title Other (specification)  SVP & President, NA			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
DEERFIELD, IL 60015			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secui	ities Acquir	ed, Disposed of,	or Beneficiall	y 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. Securition Dispose (Instr. 3, 4)	ed of (	` '	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)
Common Stock, par value \$3.125	05/08/2012				. ,	\$ 36.2468	11,338 (2)	D	
Common Stock, par value \$3.125	05/08/2012		S	10,956	D	\$ 59.6419	382 (2)	D	

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 (9-02)

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# 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. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		ve Expiration Date es (Month/Day/Year) d (A) osed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 36.2468	05/08/2012		M(1)	10,956	<u>(4)</u>	02/22/2017	Common Stock	10,956	

# **Reporting Owners**

Penerting Owner Neme / Address	Relationships
Paparting Owner Name / Address	Relation

Director 10% Owner Officer Other

Newlands William A BEAM INC. 510 LAKE COOK ROAD DEERFIELD, IL 60015

SVP & President, NA

### **Signatures**

Leslie W. Jensen, Attorney-in-Fact for William A. Newlands

05/09/2012

\*\*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 Long-Term Incentive Plans.
- (2) Includes 382 shares acquired under the Beam Employee Stock Purchase Plan.
  - The price in column 4 is the weighted average selling price of the shares. The shares were sold in multiple transactions at prices ranging
- (3) from \$59.60 to \$59.73, inclusive. The Reporting Person undertakes to provide to the SEC, the Issuer and any security holder full information regarding the number of shares and the prices at which the shares were sold.
- (4) The options vested as to 10,956 shares on February 22, 2012 and will vest as to the remaining 14,055 shares on February 22, 2013.

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.

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