

Heppner John N
Form 4
November 13, 2012

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Heppner John N

2. Issuer Name and Ticker or Trading Symbol
Fortune Brands Home & Security, Inc. [FBHS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
520 LAKE COOK ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President-Storage & Security

DEERFIELD, IL 60015

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

(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 \$0.01	11/12/2012		M		3,384	A	\$ 12.2391
Common Stock, Par Value \$0.01	11/12/2012		M		19,923	A	\$ 15.4
Common Stock, Par Value \$0.01	11/12/2012		M		47,457	A	\$ 12.7443

Edgar Filing: Heppner John N - Form 4

Common Stock, Par Value \$0.01	11/12/2012	M	74,553	A	\$ 9.608	231,017 ⁽¹⁾	D
Common Stock, Par Value \$0.01	11/12/2012	M	49,111	A	\$ 9.7622	280,128 ⁽¹⁾	D
Common Stock, Par Value \$0.01	11/12/2012	S	2,671	D	\$ 28.005 ⁽²⁾	277,457 ⁽¹⁾	D
Common Stock, Par Value \$0.01	11/12/2012	S	191,757	D	\$ 27.904 ⁽³⁾	85,700 ⁽¹⁾	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 required to respond unless the form displays a currently valid OMB control number.

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Options (Right to Buy)	\$ 12.2391	11/12/2012		M	3,384	09/29/2004	09/29/2013	Common Stock	3,384
Options (Right to Buy)	\$ 15.4	11/12/2012		M	19,923	09/28/2005	09/28/2014	Common Stock	19,923
Options (Right to Buy)	\$ 12.7443	11/12/2012		M	47,457	09/29/2009	09/29/2015	Common Stock	47,457
	\$ 9.608	11/12/2012		M	74,553	09/30/2010	09/30/2016		74,553

Options (Right to Buy)								Common Stock	
Options (Right to Buy)	\$ 9.7622	11/12/2012	M	49,111	02/22/2011	02/22/2017		Common Stock	49,111

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Heppner John N 520 LAKE COOK ROAD DEERFIELD, IL 60015			President-Storage & Security	

Signatures

/s/ Angela M. Pla, Attorney-in-Fact for John N.
Heppner

11/13/2012

__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) Includes a total of 85,700 restricted stock units that have not yet vested.

The price reported is the weighted average price. The shares were sold in multiple transactions at prices ranging from \$28.00 to \$28.03, 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.

The price reported is the weighted average price. The shares were sold in multiple transactions at prices ranging from \$27.90 to \$27.97, 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.

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.