

George Kevin B
Form 4
March 20, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
George Kevin B

(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)
03/18/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

SVP & Chief Marketing Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 | (A) or (D) | Price | | | |
| Common Stock, par value \$3.125 | 03/18/2013 | | M ⁽¹⁾ | | 6,056 | A | \$ 51.0792 | 6,056 | | D |
| Common Stock, par value \$3.125 | 03/18/2013 | | S | | 6,056 | D | \$ 63.0179 ⁽²⁾ | 0 | | D |
| Common Stock, par value \$3.125 | 03/19/2013 | | M ⁽¹⁾ | | 1,944 | A | \$ 51.0792 | 1,944 | | D |

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Common
Stock, par
value 03/19/2013 M⁽¹⁾ 12,046 A \$ 35.6741 13,990 D
\$3.125

Common
Stock, par
value 03/19/2013 S 13,990 D \$ 63.1454 0 D
\$3.125 ⁽³⁾

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 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) | | | |
|---|---|---|---|---|--|--|-----|---|--------------------|-----------------|-------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 51.0792 | 03/18/2013 | | M ⁽¹⁾ | | 6,056 | | ⁽⁴⁾ | 02/22/2021 | Common Stock | 6,056 |
| Stock Option (Right to Buy) | \$ 51.0792 | 03/19/2013 | | M ⁽¹⁾ | | 1,944 | | ⁽⁴⁾ | 02/22/2021 | Common Stock | 1,944 |
| Stock Option (Right to Buy) | \$ 35.6741 | 03/19/2013 | | M ⁽¹⁾ | | 12,046 | | 09/30/2012 | 09/30/2016 | Common Stock | 12,046 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|-------------------------------|
| Director | 10% Owner |
| | Officer |
| | Other |
| | SVP & Chief Marketing Officer |

George Kevin B
BEAM INC.
510 LAKE COOK ROAD
DEERFIELD, IL 60015

Signatures

Leslie W. Jensen, Attorney-in-Fact for Kevin B.
George

03/20/2013

__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 issued under Beam's Long-Term Incentive Plans.

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 \$63.17, inclusive. The Reporting Person undertakes to provide to the SEC, Beam and any security holder full information regarding the number of shares and the prices at which the shares were sold.

(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 \$63.47, inclusive. The Reporting Person undertakes to provide to the SEC, Beam 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 8,032 shares on each of February 22, 2012 and February 22, 2013 and will vest as to the remaining 8,031 shares on February 22, 2014.

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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