

BEAM INC  
Form 4  
August 21, 2013

**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 \*  
Mierzwicki Leo A

(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)  
08/19/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP & Corporate Controller

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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  | (D)  | Price   |
| Common Stock, par value \$3.125 | 08/19/2013                           |  | S                              |   | 430 <sup>(1)</sup>  | D  | \$ 61.77  |
| Common Stock, par value \$3.125 | 08/20/2013                           |  | M <sup>(2)</sup>               |   | 3,389   | A  | \$ 36.2468  |
| Common Stock, par value \$3.125 | 08/20/2013                           |  | M <sup>(2)</sup>               |   | 1,607   | A  | \$ 51.0792  |

Edgar Filing: BEAM INC - Form 4

|  |            |                  |                    |   |                                 |       |   |
|--|------------|------------------|--------------------|---|---------------------------------|-------|---|
| Common<br>Stock, par<br>value<br>\$3.125 | 08/20/2013 | M <sup>(2)</sup> | 1,450              | A | \$ 55.43                        | 6,886 | D |
| Common<br>Stock, par<br>value<br>\$3.125 | 08/20/2013 | S                | 6,446              | D | \$<br>62.6315<br><sup>(3)</sup> | 440   | D |
| Common<br>Stock, par<br>value<br>\$3.125 | 08/21/2013 | S                | 428 <sup>(1)</sup> | D | \$<br>62.4371                   | 12    | 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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |  |
|---|--|---|---|--------------------------------------|---|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title                                     |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 36.2468   | 08/20/2013                              |   | M <sup>(2)</sup>                     | 3,389   | 02/22/2013 02/22/2017  | Common<br>Stock   | 3,389                                     |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 51.0792   | 08/20/2013                              |   | M <sup>(2)</sup>                     | 1,607   | <sup>(4)</sup> 02/22/2021                                      | Common<br>Stock   | 1,607                                     |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 55.43   | 08/20/2013                              |   | M <sup>(2)</sup>                     | 1,450   | <sup>(5)</sup> 02/21/2022                                      | Common<br>Stock   | 1,450                                     |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Mierzwicki Leo A<br>BEAM INC.<br>510 LAKE COOK ROAD<br>DEERFIELD, IL 60015 |               |           | VP & Corporate Controller |       |

## Signatures

|   |            |
|---|------------|
| Leslie W. Jensen, Attorney-in-Fact for Leo A.<br>Mierzwicki | 08/21/2013 |
| **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) The Reporting Person originally acquired these shares under the Employee Stock Purchase Plan.
- (2) Reflects the exercise of stock options issued under the Issuer's Long-Term Incentive 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 \$62.53 to \$62.72, inclusive. The Reporting Person undertakes to provide to the SEC, the Issuer and any security holder, upon request, full information regarding the number of shares sold at each separate price point within the ranges set forth in this footnote.
- (4) The option has vested as to 1,607 shares on February 22, 2013 and will vest as to the remaining 802 shares on February 22, 2014.
- (5) The option has vested as to 1,450 shares on February 21, 2013 and will vest as to the remaining 2,898 shares in two equal installments on February 21, 2014 and February 21, 2015.

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.