

BEAM INC

Form 4

August 21, 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

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(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
____X____ Officer (give title below) ____ Other (specify below)

VP & Corporate Controller

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)
Common Stock, par value \$3.125	08/19/2013		S	430 ⁽¹⁾ D	\$ 61.77 440	D	
Common Stock, par value \$3.125	08/20/2013		M ⁽²⁾	3,389 A	\$ 36.2468 3,829	D	
Common Stock, par value \$3.125	08/20/2013		M ⁽²⁾	1,607 A	\$ 51.0792 5,436	D	

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Common Stock, par value \$3.125	08/20/2013	M ⁽²⁾	1,450	A	\$ 55.43	6,886	D
Common Stock, par value \$3.125	08/20/2013	S	6,446	D	\$ 62.6315 ⁽³⁾	440	D
Common Stock, par value \$3.125	08/21/2013	S	428 ⁽¹⁾	D	\$ 62.4371	12	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 36.2468	08/20/2013		M ⁽²⁾	3,389	02/22/2013 02/22/2017	Common Stock	3,389
Stock Option (Right to Buy)	\$ 51.0792	08/20/2013		M ⁽²⁾	1,607	⁽⁴⁾ 02/22/2021	Common Stock	1,607
Stock Option (Right to Buy)	\$ 55.43	08/20/2013		M ⁽²⁾	1,450	⁽⁵⁾ 02/21/2022	Common Stock	1,450

Reporting Owners

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

Signatures

Leslie W. Jensen, Attorney-in-Fact for Leo A. 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 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.

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