SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| | |

| 1. Name and Address of Reporting Person [*] Randich David (Last) (First) (Middle) 520 LAKE COOK ROAD | 2. Issuer Name and Ticker or Trading Symbol Fortune Brands Home & Security, Inc. [FBHS] 3. Date of Earliest Transaction (Month/Day/Year) 07/27/2015 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) President MasterBrand Cabinets | | | | |
|---|---|---|--|--|--|--|
| (Street) DEERFIELD IL 60015 (City) (State) (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock, Par Value \$0.01 | 07/27/2015 | | М | | 70,000 | A | \$12.3 | 241,463(1) | D | |
| Common Stock, Par Value \$0.01 | 07/27/2015 | | S | | 70,000 | D | \$45.9293 ⁽²⁾ | 171,463(1) | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | | | | | | | | 9. Number of | 10. | 11. Nature | |
|--------------------------------------|---|--------------------------|---|------------------------|---|-----|--------|--|--------------------|--|--|--------------------------------------|--|---|--|
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Options (Right to Buy) | \$12.3 | 07/27/2015 | | М | | | 70,000 | 10/04/2013 | 10/04/2021 | Common Stock | 70,000 | \$12.3 | 108,600 | D | |

Explanation of Responses:

1. Includes a total of 86,165 restricted stock units that have not yet vested.

2. The price reported is the weighted average price. The shares were sold in multiple transactions at prices ranging from \$45.69 to \$46.41, 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.

Remarks:

/s/ Angela M. Pla, Attorney-in-07/28/2015

Fact for David M. Randich

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.