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 | t to |
|-------------------------------------|------|
| 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 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

| Estimated average burden | |
|--------------------------|-----|
| hours per response: | 0.5 |
| | |

| 1. Name and Address of Reporting Person [*] Lingafelter David B. | | | 2. Issuer Name and Ticker or Trading Symbol <u>Fortune Brands Home & Security, Inc.</u> [FBHS] | | tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (specify below) below) | | |
|------------------------------------------------------------------------------|---------|----------|-------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|-----------|--|
| (Last) (First) (Middle) 520 LAKE COOK ROAD | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2012 | | President, Moen Inco | orporated | |
| (Street) DEERFIELD IL 60015 | | 60015 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | Form filed by More than One Reporting | | |
| (City) | (State) | (Zip) | | | 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) | Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------|---|--------|---------------|-------------------|---------------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------------------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, Par Value \$0.01 | 02/21/2012 | | A ⁽¹⁾ | | 13,700 | Α | \$ <mark>0</mark> | 83,700 ⁽²⁾ | D | |
| Common Stock, Par Value \$0.01 | | | | | | | | 19 | I | By Fortune Brands Home & Security, Inc. Retiremen Savings Plan |

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. Transa Code (8) | | of | | 6. Date Exerci Expiration Dat (Month/Day/Ye | e | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|--------|-----|---------------------------------------------------|--------------------|-----------------------------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Options (Right to Buy) | \$19.46 | 02/21/2012 | | A ⁽³⁾ | | 46,000 | | 02/21/2013 ⁽⁴⁾ | 02/21/2022 | Common Stock | 46,000 | \$0 | 46,000 | D | |

Explanation of Responses:

1. Reflects the grant of restricted stock units awarded to the reporting person that vest in three equal annual installments, subject to continued employment through such vesting dates. Each restriced stock unit represents a contingent right to receive one share of the issuer's common stock.

2. Includes 83,700 restricted stock units that have not yet vested, 70,000 of which were previously reported in Table II of Form 4 on October 6, 2011.

3. Reflects the grant of options under the issuer's 2011 Long-Term Incentive Plan.

4. The options vest in three equal annual installments beginning on February 21, 2013.

/s/ Angela M. Pla, Attorney-in-02/23/2012

Fact for David B.Lingafelter
** 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.