

ABERNATHY ROBERT E
Form 4
May 01, 2007

FORM 4

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

OMB APPROVAL

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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 *
ABERNATHY ROBERT E

2. Issuer Name and Ticker or Trading Symbol
KIMBERLY CLARK CORP [KMB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1400 HOLCOMB BRIDGE ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group President

ROSWELL, GA 30076

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	04/28/2007		M		3,100 (1)	A	(2)	110,833	D	
Common Stock	04/28/2007		F(3)		1,316	D	\$ 71.63	109,517	D	
Common Stock	04/28/2007		A		10,230 (4)	A	(4)	119,747	D	
Common Stock	04/28/2007		F(5)		4,343	D	\$ 71.63	115,404	D	
Common Stock								117.93	I	Incentive Investment Plan (6)

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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)	Amount or Number of Shares
Restricted Share Units (Granted 4/28/04)	(2)	04/28/2007		M	3,100 (1)	04/28/2007 04/28/2007	Common Stock	3,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABERNATHY ROBERT E 1400 HOLCOMB BRIDGE ROAD ROSWELL, GA 30076			Group President	

Signatures

/s/ John W. Wesley as attorney-in-fact for Robert E. Abernathy 05/01/2007

**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) Represents time-based restricted share units that have vested and are paid out in shares of common stock.
- (2) Each restricted share unit granted under the Kimberly-Clark Corporation 2001 Equity Participation Plan is payable on a 1-for-1 basis.
- (3) This transaction represents the surrender of shares to the issuer upon vesting of time-based restricted share units to satisfy tax withholding obligations.

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- (4) Represents performance-based restricted share units that have vested and are paid out in shares of common stock.
- (5) This transaction represents the surrender of shares to the issuer upon vesting of performance-based restricted share units to satisfy tax withholding obligations.
- (6) Held by the Trustee of the Kimberly-Clark Corporation Incentive Investment Plan. Reporting person beneficially owns the shares as of recent practicable date.

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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