

Gourlay Ian
Form 4
May 16, 2012

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 *
Gourlay Ian

(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)
05/14/2012

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)
SVP Operations & Supply Chain

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	05/14/2012		M ⁽¹⁾		9,491	A	\$ 35.6741
Common Stock, par value \$3.125	05/14/2012		S		9,491	D	\$ 58.5284 (4)
Common Stock, par value \$3.125	05/14/2012		M ⁽¹⁾		1,909	A	\$ 36.2468

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Common Stock, par value \$3.125	05/14/2012	S	1,909	D	\$ 58.5284 (4)	360 (7)	D
Common Stock, par value \$3.125	05/15/2012	M(1)	5,142	A	\$ 36.2468	5,502 (7)	D
Common Stock, par value \$3.125	05/15/2012	S	5,142	D	\$ 58.1128 (5)	360 (7)	D
Common Stock, par value \$3.125	05/15/2012	M(1)	859	A	\$ 36.2468	1,219 (7)	D
Common Stock, par value \$3.125	05/15/2012	S	859	D	\$ 58.506 (6)	360 (7)	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 Options (Right to Buy)	\$ 35.6741	05/14/2012		M(1)	9,491	(2) 09/30/2016	Common Stock	9,491
	\$ 36.2468	05/14/2012		M(1)	1,909	(3) 02/22/2017		1,909

Stock Options (Right to Buy)							Common Stock	
Stock Options (Right to Buy)	\$ 36.2468	05/15/2012	M ⁽¹⁾	6,001	<u>(3)</u>	02/22/2017	Common Stock	6,001

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gourlay Ian BEAM INC. 510 LAKE COOK ROAD DEERFIELD, IL 60015			SVP Operations & Supply Chain	

Signatures

Leslie W. Jensen, Attorney-in-Fact for Ian Gourlay
Date: 05/16/2012

__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) Reflects the exercise of stock options issued under the Issuer's Long-Term Incentive Plans.
- (2) The options vested as to 9,491 shares on September 30, 2011 and will vest as to the remaining 12,046 shares on September 30, 2013.
- (3) The options vested as to 7,910 shares of February 22, 2011 and 10,040 shares as of February 22, 2012, and will vest as to the remaining 10,039 shares on February 22, 2013.

(4) 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 \$58.50 to \$58.58, 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.

(5) 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 \$58.10 to \$58.13, 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.

(6) 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 \$58.50 to \$58.52, 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.

(7) Includes 360 shares acquired under the Beam Employee Stock Purchase Plan.

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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