

CODE OF ETHICS FOR THE CEO AND SENIOR FINANCIAL OFFICERS

Fortune Brands, Inc. has a Code of Business Conduct and Ethics applicable to all directors and employees of the Company. The Chief Executive Officer, Chief Financial Officer and the principal accounting officer of Fortune Brands, as well as the chief financial officers and controllers of its principal subsidiaries, are bound by the provisions set forth therein relating to ethical conduct, conflicts of interest, compliance with laws, prevention of fraud and reporting of financial information. In addition to the Code of Business Conduct and Ethics, the Chief Executive Officer and the Chief Financial Officer and the principal accounting officer of Fortune Brands (the “Senior Officers”) are subject to this Code of Ethics for the CEO and Senior Financial Officers, which requires the following:

1. The Senior Officers must deal honestly and ethically with the Company and on the Company’s behalf in all matters, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.
2. The Senior Officers are responsible for full, fair, accurate, timely and understandable disclosure in the periodic reports and documents required to be filed by the Company with, or submitted by the Company, to the Securities and Exchange Commission (the “SEC”), as well as in other public communications made by the Company. It is the responsibility of each Senior Officer to promptly notify the Disclosure Committee of any material information of which he or she may become aware that affects the disclosures made by the Company in its public filings or other public communications. Each Senior Officer shall assist the Disclosure Committee in fulfilling its responsibilities as specified in the Disclosure Committee Charter.
3. Each Senior Officer must promptly notify the Disclosure Committee and the Audit Committee of any information he or she may have concerning (a) significant deficiencies in the design or operation of internal controls which could adversely affect the Company’s ability to record, process, summarize and report financial data or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls. The Senior Officers must identify to the Company’s auditors any material weaknesses in internal controls.
4. The Senior Officers are expected to comply in all material respects with all applicable laws, rules and regulations within the scope of such person’s responsibilities and to promote compliance by the Company with such laws, rules and regulations in all activities within the scope of such person’s responsibilities. Each Senior Officer must promptly notify the General Counsel of any information he or she may have concerning evidence of a material violation (“Material Violation”) by the Company or its employees or agents of (i) applicable laws, rules or regulations; (ii) the Company’s Code of Business Conduct and Ethics; or (iii) this Code of Ethics for the CEO and Senior Financial Officers. The General Counsel must investigate this information and, if he or she

determines that a Material Violation may have occurred, notify the Audit Committee. Each Senior Officer may, if he or she deems it appropriate, notify the Audit Committee directly of a potential Material Violation.

5. Each Senior Officer must promptly notify the General Counsel of any actual or apparent conflicts of interest between personal and professional relationships that would negatively impact the ability of any Senior Officer to comply with its obligations under this Code of Ethics for the CEO and Senior Financial Officers. The General Counsel must investigate the possible conflict of interest, and if he or she determines that it does negatively impact the ability of any Senior Officer to comply with this Code, notify the Audit Committee. The Senior Officers may, if he or she determines that it is appropriate, notify the Audit Committee directly of any actual or apparent conflicts of interest.

6. In the event that the Audit Committee confirms that a material violation of this Code of Ethics for the CEO and Senior Financial Officers has occurred, the Board of Directors shall determine any appropriate disciplinary and remedial actions. Such actions shall be designed to deter wrongdoing and to promote accountability for adherence to this Code of Ethics for the CEO and Senior Financial Officers, and written notice to the individual involved shall be sent upon any determination by the Board of Directors that there has been a material violation of this Code of Ethics for the CEO and Senior Financial Officers. In determining what disciplinary action is appropriate in a particular case, the Board of Directors shall take into account all relevant information, including the nature and severity of the material departure, whether the material departure was a single occurrence or repeated occurrences, whether the material departure appears to have been intentional or inadvertent, whether the individual in question had been advised prior to the material departure as to the proper course of action and whether or not the individual in question had committed other material departures in the past.

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