This Supplement relates to Registration No. 33-39855
the Prospectus for offers This filing is made pursuant to
and sales of Common Stock Rule 424(b)(3) and (c) under the
dated April 23, 1991. Securities Act of 1933, as amended.

1994 SUPPLEMENT
To Prospectus for Offers and
Sales of Common Stock of

American Brands, Inc.

By Certain Selling Stockholders

This Supplement dated April 29, 1994 to the Prospectus dated April 23, 1991 relating to offers and sales of Award Shares by certain Selling Stockholders of American Brands, Inc. contains certain current information that may change from year to year. The Supplement will be updated annually and will be delivered to each Selling Stockholder. Each current Annual Supplement should be kept with the Prospectus in the Selling Stockholder's important papers. Selling Stockholders who receive the April 23, 1991 Prospectus will not be sent additional copies of the Prospectus in subsequent years unless the information in the Prospectus is required to be amended or unless a Selling Stockholder requests an additional copy by writing to the Secretary, American Brands, Inc., 1700 East Putnam Avenue, Old Greenwich, Connecticut 06870. Capitalized terms used in this Supplement have the meanings set forth in the Prospectus.

1. Date. The date of this Supplement is April 29, 1994.

2. Information Regarding Selling Stockholders and Award Shares Covered by the Prospectus. The Prospectus covers 3,809,581 Award Shares that have been or may be acquired upon exercise of incentive stock options or nonqualified stock options granted pursuant to the Plans, or upon exercise of stock appreciation rights granted under the Plans in respect of options, or pursuant to performance awards, awards of restricted stock or other stock-based awards, and dividend equivalents earned thereon, under the 1990 Plan, held by the Selling Stockholders as of February 4, 1994.

There are set forth in the following table opposite the name of each of the Selling Stockholders (1) under the heading "Shares of Common Stock beneficially owned", the shares of Common Stock of the Company beneficially owned by the Selling Stockholder on February 4, 1994 (except, as stated in Notes (d) and (h) below, beneficial ownership is disclaimed as to certain shares), including shares of Common Stock (if any) of which the Selling Stockholder had the right on such date to acquire beneficial ownership pursuant to the exercise on or before April 5, 1994 of options granted by the Company, plus the number (if any) of shares of restricted stock held by the Selling Stockholder, plus the number (if any) of shares of Common Stock held on December 31, 1993 by the Trustee of the Profit-Sharing Plan of the Company attributable to Company contributions and to employee pre-tax contributions made through payroll deductions, and by the Trustee of the Profit-Sharing Plan of Jim Beam Brands Co. ("Beam") attributable to Beam contributions, that is equivalent as of that date to the Selling Stockholder's undivided proportionate beneficial interest in all such shares;
(2) under the heading "Award Shares acquired or which may be acquired and offered", the shares of Common Stock which have been acquired pursuant to awards of restricted stock or other stock-based awards, and dividend equivalents earned thereon, if any, or upon the exercise of options and stock appreciation rights, or may be acquired by the Selling Stockholder pursuant to performance awards, awards of restricted stock or other stock-based awards, and dividend equivalents earned thereon, if any, or upon the exercise of options and stock appreciation rights outstanding as of February 4, 1994 and offered by the Prospectus; and (3) under the heading "Shares of Common Stock to be owned upon completion of the offering", the shares of Common Stock to be beneficially owned by the Selling Stockholder after completion of the offering, based on the number of shares owned on February 4, 1994. The information as to security holdings is based on information received by the Company from the Selling Stockholders, from the Compensation and Stock Option Committee and the Corporate Employee Benefits

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Committee of the Company, from the Employee Benefits Committee of Beam, and from the Trustees, and has been adjusted to reflect two-for-one stock splits in the form of 100% stock dividends, each at a rate of one additional share of Common Stock for each share of Common Stock issued, effective at the close of business on September 10, 1986 and October 9, 1990, respectively. Shares of Common Stock have attached thereto certain preferred stock purchase rights distributed by the Company as a dividend on December 24, 1987.

Selling Stockholder	Present principal positions or offices with the Company or affiliates*	Shares of Common Stock beneficially owned (a)(b)(c)(d)(e)	Award Shares acquired or which may be acquired and offered (b)(c)(e)(f)	Shares of Common Stock to be owned after completion of offering (a)(d)
William J. Alley	Director; Chairman of the Board and Chief Executive Officer	796,605	997,123	5,162
Dudley L. Bauerlein, Jr.	Vice President and Treasurer	81,853	92,130	10,268
Barry M. Berish	Vice President--Distilled Spirits; Chairman of the Board and Chief Executive Officer of Jim Beam Brands Co.	170,258	197,815	17,868
Francis J. Bianca	Vice President--Taxes	56,583	73,201	3,927
Louis F. Fernous, Jr.	Vice President and Secretary	61,145	74,393	7,297
Joseph J. Griffin	Vice President and Controller	65,153	84,843	855
Thomas C. Hays	Director; President and Chief Operating Officer	380,358	451,619	31,579
Arnold Henson	Director; Executive Vice President and Chief Financial Officer	295,588	342,822	26,809
Howard C. Humphrey	Director; Vice President--Life Insurance; Chairman of the Board, President and Chief Executive Officer of the Franklin Life Insurance Company	93,586	136,853	2,308
Gilbert L. Klemann, II	Senior Vice President and General Counsel	72,555	112,148	1,555
Randall W. Larrimore	Vice President--Hardware and Home Improvement Products; President and Chief Executive Officer of MasterBrand Industries, Inc.	113,718	157,524	1,619
John T. Ludes	Group Vice President; President and Chief Executive Officer of Acushnet Company and Chairman of Titleist and Foot-Joy Worldwide.	177,061	215,763	2,446

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Selling Stockholder	Present principal positions or offices with the Company or affiliates*	Shares of Common Stock beneficially owned (a)(b)(c)(d)(e)	Award Shares acquired or which may be acquired and offered (b)(c)(e)(f)	Shares of Common Stock to be owned after completion of offering (a)(d)
Steven C. Mendenhall.....	Vice President and Chief Administrative Officer	70,998	97,534	3,439
Robert L. Plancher.....	Senior Vice President and Chief Accounting Officer	224,598	260,965	4,781
Robert J. Rukeyser.....	Senior Vice President--Corporate Affairs	181,388(h)	216,748	5,788(h)
Norman H. Wesley.....	Vice President--Office Products; President and Chief Executive Officer of ACCO World Corporation	107,800	153,225	0
Peter M. Wilson.....	Director; Chairman and Chief Executive of Gallaher Limited	98,600	144,875	0

* Positions are those with the Company, unless otherwise indicated. Each of the Selling Stockholders has been a director or officer of the Company or a subsidiary of the Company for the past three years.

(a) The numbers of shares attributable to Company contributions under the Profit-Sharing Plan of the Company included in the numbers shown in Columns (1) and (3) are as follows: William J. Alley, 4,571; Dudley L. Bauerlein, Jr., 9,156; Francis J. Bianca, 3,927; Louis F. Fernous, Jr., 7,297; Joseph J. Griffin, 855; Thomas C. Hays, 6,551; Arnold Henson, 17,021; Gilbert L. Klemann, II, 1,193; Randall W. Larrimore, 1,415; John T. Ludes, 2,059; Steven C. Mendenhall, 3,135; Robert L. Plancher, 761; Robert J. Rukeyser, 4,666. The number of shares attributable to employee pre-tax contributions under such Plan included in the numbers shown in Columns (1) and (3) are as follows: William J. Alley, 459; Dudley L. Bauerlein, Jr., 1,112; Thomas C. Hays, 500; Arnold Henson, 756; Gilbert L. Klemann, II, 360; Randall W. Larrimore, 204; John T. Ludes, 387; Steven C. Mendenhall, 304; Robert L. Plancher, 20; Robert J. Rukeyser, 662. There are 17,868 shares attributable to profit sharing under the Profit-Sharing Plan of Beam included in the numbers shown in Columns (1) and (3) for Barry M. Berish.

(b) The number of shares of which the Selling Stockholders had the right to acquire beneficial ownership pursuant to the exercise on or before April 5, 1994 of options granted by the Company included in the numbers shown above are as follows: William J. Alley, 656,650; Dudley L. Bauerlein, Jr., 62,650; Barry M. Berish, 122,183; Francis J. Bianca, 39,000; Louis F. Fernous, Jr., 42,750; Joseph J. Griffin, 38,040; Thomas C. Hays, 288,050; Arnold Henson, 165,600; Howard C. Humphrey, 58,000; Gilbert L. Klemann, II, 68,000; Randall W. Larrimore, 105,500; John T. Ludes, 142,000; Steven C. Mendenhall, 66,000; Robert L. Plancher, 170,300; Robert J. Rukeyser, 154,900; Norman H. Wesley, 104,600; and Peter M. Wilson, 98,100. Inclusion of such shares does not constitute an admission by any Selling Stockholder that he is the beneficial owner of such shares.

(c) The number of shares of restricted stock granted under the 1990 Plan included in the numbers shown above are as follows: William J. Alley, 20,000; Dudley L. Bauerlein, Jr., 2,000; Barry M. Berish, 3,200; Francis J. Bianca, 2,000; Louis F. Fernous, Jr., 2,000; Joseph J. Griffin, 2,000; Thomas C. Hays,

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10,000; Arnold Henson, 7,200; Howard C. Humphrey, 3,400; Gilbert L. Klemann, II, 3,000; Randall W. Larrimore, 3,200; John T. Ludes, 4,000; Steven C. Mendenhall, 2,000; Robert L. Plancher, 4,000; Robert J. Rukeyser, 4,000; and Norman H. Wesley, 3,200.

(d) To the best of the Company's knowledge, each Selling Stockholder has sole voting and investment power with respect to shares shown after his name in Columns (1) and (3) above, other than with respect to the shares listed in Note
(b) above and (f) and (g) below and except as follows: Mr. Hays shares voting and investment power as a co-trustee of various family trusts with respect to 8,800 shares and with respect to which he disclaims beneficial ownership; Mr. Humphrey's wife has sole voting and investment power with respect to 2,308 shares that she holds as to which Mr. Humphrey disclaims beneficial ownership; one of Mr. Rukeyser's children holds directly 60 shares. The Trustees of the Profit-Sharing Plan of the Company and the Profit-Sharing Plan of Beam have agreed to vote the shares they hold in the respective Trusts in accordance with instructions received from members of the Plans and shares as to which instructions are not received are voted by the Trustees proportionally in the same manner as shares as to which each has received instructions.

(e) The numbers shown in Columns (1) and (2) include 1,083 shares which Barry M. Berish had the right to receive pursuant to performance awards granted under the 1990 Plan as a result of the achievement of performance goals for the fiscal year 1993.

(f) The numbers shown in Column (2) include shares covered by performance awards granted under the 1990 Plan if the maximum performance goals to which such awards relate are met for fiscal years 1994 and 1995. The number of shares of Common Stock so covered are as follows: William J. Alley, 42,480; Dudley L. Bauerlein, Jr., 4,245; Barry M. Berish, 11,925; Francis J. Bianca, 4,245; Louis F. Fernous, Jr., 4,245; Joseph J. Griffin, 4,245; Thomas C. Hays, 21,240; Arnold Henson, 15,293; Howard C. Humphrey, 9,075; Gilbert L. Klemann, II, 8,498; Randall W. Larrimore, 11,925; John T. Ludes, 8,498; Steven C. Mendenhall, 5,475; Robert L. Plancher, 8,498; Robert J. Rukeyser, 8,498; Norman H. Wesley, 11,925; and Peter M. Wilson, 8,175. Inclusion of such shares does not constitute an admission by any Selling Stockholder that he is the beneficial owner of such shares.

(g) The number shown in Column (2) for Mr. Wilson includes deferred stock awards of 1,600 shares of Common Stock made to Mr. Wilson as other stock-based awards under the 1990 Plan as of September 23, 1991. Inclusion of such shares does not constitute an admission by Mr. Wilson that he is the beneficial owner of such shares.

(h) The numbers shown in Columns (1) and (3) include 60 shares held by one of Mr. Rukeyser's children. Mr. Rukeyser disclaims beneficial ownership as to the shares held by his child.

3. Market Price. The closing price per share of Common Stock of the Company on the New York Stock Exchange Composite Transactions on April 26, 1994 was $34.625.

4. Documents Incorporated by Reference. For further information concerning the Company and its subsidiaries, see the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 1993, which incorporates by reference certain information, including the Company's Consolidated Financial Statements contained in the Company's 1993 Annual Report to Stockholders, and see also its Proxy Statement for the Annual Meeting of Stockholders to be held on May 3, 1994, and its Current Reports on Form 8-K dated January 26, February 22 and April 26, 1994. Each of the foregoing is on file with the Securities and Exchange Commission.

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End of Filing

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