

# **FORTUNE BRANDS HOME & SECURITY, INC.**

Reported by  
**GRISSOM SHERI**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 03/01/17 for the Period Ending 02/27/17

|             |   |
|-------------|---|
| Address     | 520 LAKE COOK ROAD<br>DEERFIELD, IL 60015 |
| Telephone   | 8474844400                                |
| CIK         | 0001519751                                |
| Symbol      | FBHS                                      |
| Fiscal Year | 12/31                                     |

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

[ ] 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 or  
Section 30(h) of the Investment Company Act of 1940

|  |  |   |
|--|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>Grissom Sheri</b><br><br>(Last) (First) (Middle)<br><br><b>520 LAKE COOK ROAD</b><br><br>(Street)<br><br><b>DEERFIELD, IL 60015</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>Fortune Brands Home &amp; Security, Inc. [ FBHS ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span><br><b>SVP - Human Resources</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>2/27/2017</b></p>  |  | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>   |  |   |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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, Par Value \$0.01  | 2/27/2017      |                                   | A                         | (1) | 3170  | A          | \$0.00  | 18090 (2)   | D  |   |
| Common Stock, Par Value \$0.01  | 2/28/2017      |                                   | F                         | (3) | 2485  | D          | \$57.83 | 15605 (4)   | D  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|-----|--|---|-----------------|---|----------------------------|--|--|--|--|
|  |  |                |                                   | Code                      | V   |  | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Options (Right to Buy)                   | \$58.21  | 2/27/2017      |                                   | A                         | (5) | 13630  | (6)                                     | 2/28/2027       | Common Stock  | 13630                      | \$58.21                                    | 13630  | D  |  |

**Explanation of Responses:**

- ( ) Reflects the grant of restricted stock units awarded to the reporting person that vest in three equal annual installments, subject to continued employment
  - 1) through such vesting dates. Each restricted stock until represents a contingent right to receive one share of the issuer's common stock.
- ( ) Includes a total of 15,036 restricted stock units that have not yet vested.
- ( ) Reflects the withholding by the issuer of shares having a fair market value equal to the withholding taxes payable by the undersigned at the time the RSU
  - 3) award vested and became payable, such transaction being exempt under Rule 16b-3(e).
- ( ) Includes a total of 9,603 restricted stock units that have not yet vested.
- ( ) Reflects the grant of options under the issuer's Long-Term Incentive Plan.
- ( ) The options vest in three equal annual installments beginning on February 28, 2018.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                              |       |
|---|---------------|-----------|------------------------------|-------|
|   | Director      | 10% Owner | Officer                      | Other |
| <b>Grissom Sheri</b><br><b>520 LAKE COOK ROAD</b><br><b>DEERFIELD, IL 60015</b> |               |           | <b>SVP - Human Resources</b> |       |

**Signatures**

/s/Angela M. Pla, Attorney-in-Fact for Sheri R. Grissom

3/1/2017

---

\*\*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 control number.