#### Edgar Filing: FULLER H B CO - Form 4

FULLER H B	СО									
Form 4 May 24, 2005										
May 24, 2005									OMB APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or						burden hou	Expires:January 31, 2005Estimated averageburden hours per response0.5			
Form 5 obligations may contin <i>See</i> Instruc 1(b).	ue. Section 1	7(a) of the		ility Hold	ing Com	pany Act	nge Act of 1934, of 1935 or Sectio 940	on		
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> JONES PATRICIA L			2. Issuer Name <b>and</b> Ticker or Trading Symbol FULLER H B CO [FUL]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(Cne	ck all applicabl	e)		
1200 WILLOW LAKE BOULEVARD, PO BOX 64683			(Month/Day/Year) 05/20/2005				Director 10% Owner X Officer (give title Other (specify below) below) Sr VP, CAO, Genl Counsel, Sec			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
ST. PAUL, M	IN 55164-06	83					Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecurities A	cquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction 1 (Month/Day/Yo	ear) Executi any		Code	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Pric	(Instr. 3 and 4)			
Common Stock							9,016.96 <u>(6)</u>	D		
Common Stock							250.94 <u>(8)</u>	I	By 401(k) Plan	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# 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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable Date (Month/Day/Year)	-	7. Title and Underlying (Instr. 3 an
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Phantom Units	\$ 0 <u>(1)</u>					08/08/1988 <u>(2)</u>	08/08/1988 <u>(2)</u>	Commo Stock
Employee Stock Option (Right-to-Buy)	\$ 28.52					08/08/1988 <u>(3)</u>	08/05/2012	Commo Stock
Employee Stock Option (Right-to-Buy)	\$ 27.9					08/08/1988(4)	12/09/2012	Commo Stock
Employee Stock Option (Right-to-Buy)	\$ 27.3					08/08/1988 <u>(5)</u>	12/03/2013	Commo Stock
Employee Stock Option (Right-to-Buy)	\$ 28.98					08/08/1988 <u>(7)</u>	12/02/2014	Commo Stock
Phantom Units	\$ 0 <u>(9)</u>	05/20/2005		А	27.22	08/08/1988(10)	08/08/1988(10)	Commo Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
JONES PATRICIA L 1200 WILLOW LAKE BOULEVARD PO BOX 64683 ST. PAUL, MN 55164-0683			Sr VP, CAO, Genl Counsel, Sec			
Signatures						
Timothy J. Keenan, Attorney-in-Fact	05/24/2	2005				
**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) Deferred Compensation Plan: These units convert into shares of common stock on a 1-for-1 basis.
- (2) Deferred Compensation Plan: Units convert into shares of common stock upon the earlier of certain termination events as specified in the Key Employee Deferred Compensation Plan or such earlier date as selected by the participant.
- (3) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on August 5, 2003.
- (4) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 9, 2003.
- (5) 2000 Stock Incentive Plan: This option vests in four equal installment beginning on December 3, 2004.

2000 Stock Incentive Plan: These restricted shares were awarded pursuant to H.B. Fuller Company's 2000 Stock Incentive Plan. Amount includes 1339 restricted shares that vest in four equal annual installments beginning on April 15, 2005, and 7922 restricted shares that

- (6) Includes 1555 restricted shares that vest in four equal annual instantions beginning on April 16, 2005, and 7522 restricted shares that vest effective December 2, 2007. Total amount also includes restricted shares acquired pursuant to a dividend reinvestment feature of the 2000 Stock Incentive Plan.
- (7) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 2, 2005.
- (8) 401(k) Plan: This amount includes shares and dividends acquired during the fiscal year pursuant to the H.B. Fuller Company Thrift Plan.
- (9) Deferred Compensation Plan: These units (acquired after 12-31-04) convert into shares of common stock on a 1-for-1 basis.

Deferred Compensation Plan: These units (acquired after 12-31-04) convert into shares of common stock upon the earlier of certain
 (10) termination events as specified in the Key Employee Deferred Compensation Plan or such earlier date as selected by the participant, subject to holding periods required by law.

(11) Key Employee Deferred Compensation Plan Dividend Reinvestment: This amount (acquired after 12-31-04) includes stock units acquired pursuant to a dividend equivalent feature of the Key Employees' Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.