**GILLETTE CO** Form 4 October 04, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287 January 31,

Expires:

2005

burden hours per

Estimated average 0.5 response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GUILLET EDWARD E			2. Issuer Name <b>and</b> Ticker or Trading Symbol GILLETTE CO [G]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	()		
PRUDENTIAL BUILDING - 4			(Month/Day/Year) 10/01/2005	Director 10% OwnerX Officer (give title Other (specify below)  Sr Vice President HR		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
BOSTON, MA 021998004			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative Se	curitie	es Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				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)	Price	(Instr. 3 and 4)		
Common Stock \$1 Par value	10/01/2005		D <u>(1)</u>	6,050	D	\$0	0	D	
Common Stock \$1 Par value	10/01/2005		D <u>(1)</u>	2,418.3	D	\$0	0	I	By ESOP Trust
Common Stock \$1 Par value	10/01/2005		D <u>(1)</u>	29,880.8	D	\$0	0	I	By Savings Plan Trust - 401(k)
	10/01/2005		$D_{\underline{(1)}}$	1,000	D	\$0	0	I	By Trust

Common Stock \$1 Par value

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

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.

SEC 1474

(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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Supplemental Savings Plan Units	(2)	10/01/2005		D	6,642.6	10/01/2005(3)	10/01/2005	Common Stock \$1 Par value
Employee StockOption (right to buy)	\$ 32.38	10/01/2005		D <u>(4)</u>	90,000	06/19/2004	06/18/2013	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 29.405	10/01/2005		D <u>(4)</u>	24,000	06/20/1997	06/19/2006	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 47.345	10/01/2005		D <u>(4)</u>	26,000	06/19/1998	06/18/2007	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 56.41	10/01/2005		D <u>(4)</u>	26,000	06/18/1999	06/17/2008	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 46.94	10/01/2005		D <u>(4)</u>	30,000	07/15/2000	07/14/2009	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 41.625	10/01/2005		D <u>(4)</u>	15,000	12/02/2000	12/01/2009	Common Stock \$1 Par value
Employee Stock Option	\$ 32.03	10/01/2005		D(4)	36,000	06/15/2001	06/14/2010	Common Stock \$1

#### Edgar Filing: GILLETTE CO - Form 4

(right to buy)							Par value
Employee Stock Option (right to buy)	\$ 28.26	10/01/2005	D <u>(4)</u>	85,000	06/21/2002	06/20/2011	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 35.58	10/01/2005	D <u>(4)</u>	85,000	06/20/2003	06/19/2012	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 43.1	10/01/2005	D <u>(4)</u>	90,000	06/17/2005	06/16/2014	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 51.96	10/01/2005	D(4)	72,000	06/16/2006	06/15/2015	Common Stock \$1 Par value

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GUILLET EDWARD E PRUDENTIAL TOWER BUILDING - 42 BOSTON, MA 021998004

Sr Vice President HR

## **Signatures**

By: Carol S. Fischman as Attorney in Fact 10/01/2005

\*\*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).
- Disposed of pursuant to merger agreement between The Gillette Company and The Procter & Gamble Company in exchange for shares of (1) The Procter & Gamble Company at an exchange ratio of .975 per share having a market price of \$59.46 per share on the effective date of the merger.
- (**2**) 1-for-1
- (3) These stock units were assumed by The Procter & Gamble Company in the merger and replaced with stock units of The Procter & Gamble Company converted at an exchange ration of .975 per unit.
- (4) This option was assumed by The Procter & Gamble Company in the merger and replaced with an option to purchase shares of The Procter & Gamble Company converted at an exchange ratio of .975 per share.

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.

Reporting Owners 3