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

| FOLLER H B CO<br>Form 4   |                     |  |  |                          |                                      |   |   |  |   |  |
|---|---------------------|--|--|--------------------------|--------------------------------------|---|---|--|---|--|
| Form 4<br>January 04, 2006<br>FORM 4<br>UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549<br>Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549<br>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |                     |  |  |                          |                                      |   | OMB APPROVAL<br>OMB 3235-0287<br>Number: January 31,<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |  |   |  |
| (Print or Type Responses)   |                     |  |  |                          |                                      |   |   |  |   |  |
| MARCANTONIO RICHARD L Symbol  |                     |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>FULLER H B CO [FUL] |                          |                                      |   | 5. Relationship of Reporting Person(s) to<br>Issuer   |  |   |  |
|   |                     |  | Pate of Earliest Transaction<br>onth/Day/Year)<br>30/2005                    |                          |                                      |   | (Check all applicable)<br>Director 10% Owner<br>Officer (give title Other (specify<br>below) below)                   |  |   |  |
| (Street)  |                     | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |                          |                                      | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |   |  |   |  |
| ST. PAUL, MN 55164-068  | 3                   |  |  |                          |                                      |   | _X_ Form filed by<br>Form filed by Person   |  |   |  |
| (City) (State)  | (Zip)               | Table  | I - Non-De   | erivative S              | ecuri                                | ties Ac   | quired, Disposed o  | of, or Beneficial  | lly Owned   |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction D<br>(Month/Day/Yea)   | ar) Executio<br>any | med<br>n Date, if<br>Day/Year)                       | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V                             | Disposed<br>(Instr. 3, 4 | (A) o<br>of (D<br>4 and<br>(A)<br>or | )   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)    | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock   |                     |  |  |                          |                                      |   | 1,321.59 <u>(1)</u>   | D  |   |  |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number<br>on f Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |                       | 7. Title and Amount<br>Underlying Securitie<br>(Instr. 3 and 4) |                                      |
|---|---|---|---|---------------------------------------|---|--|-----------------------|---|--------------------------------------|
|   |   |   |   | Code V                                | (A) (D)   | Date Exercisable   | Expiration Date       | Title   | Amoun<br>or<br>Numbe<br>of<br>Shares |
| Stock<br>Units                                      | \$ 0 <u>(2)</u>   | 12/30/2005                              |   | А                                     | 137.2   | 08/08/1988 <u>(3)</u>  | 08/08/1988 <u>(3)</u> | Common<br>Stock   | 137.                                 |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| MARCANTONIO RICHARD L<br>1200 WILLOW LAKE BOULEVARD<br>P.O. BOX 64683<br>ST. PAUL, MN 55164-0683 | Х             |           |         |       |  |  |
| Signatures   |               |           |         |       |  |  |
| Timothy J. Keenan,<br>Attorney-in-Fact   | 01/04/2006    |           |         |       |  |  |
| **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) Directors' Stock Incentive Plan: These shares were awarded pursuant to the H.B. Fuller Company 1998 Directors' Stock Incentive Plan. These shares will vest effective 12-2-2008.
- (2) Deferred Compensation Plan: These units (acquired after 12-31-04) convert into shares of common stock on a 1-for-1 basis.
- Directors' Deferred Compensation Plan: These stock units (acquired after 12-31-04) were acquired pursuant to the H.B. Fuller Company's(3) Directors' Deferred Compensation Plan. These stock units will be converted into shares of common stock upon retirement, death, disability or certain specified events, all as defined in such plan, subject to holding periods required by law.
- (4) Directors' Deferred Compensation Plan Dividend Reinvestment: This amount (acquired after 12-31-04) includes stock units acquired pursuant to a dividend equivalent feature of the Directors' 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.