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Newlands V Form 4	Villiam A											
May 07, 20	13											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO							OMMISSION					
		SIAILS				$\mathbf{D} \mathbf{E} \mathbf{A}$		INGE CU	JIVIIVIISSIUN	OMB Number:	3235-0287	
Check this box if no longer										Expires:	January 31, 2005	
subject t Section Form 4 (o SIAIE 16. or			SEC	UR	RITIES		ERSHIP OF	Estimated average burden hours per response 0			
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17	(a) of the	Public U	tility H	Iol	ding Cor	mpan	•	Act of 1934, 1935 or Section)			
(Print or Type	Responses)											
Newlands William A System				2. Issuer France und Frener of Fraung					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check	Check all applicable)			
BEAM INC., 510 LAKE COOK 05/03/2 ROAD				Day/Year) 2013					Director 10% Owner X Officer (give title Other (specify below) below) SVP & President, NA			
									6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
DEERFIEL	D, IL 60015								Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	le I - No	n-I	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)			Date, if	Code (Instr. 3, 4 and 5)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	OwnershipInForm:BeDirect (D)Or	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)	(111501. 4)		
Common Stock, par value \$3.125	05/03/2013			M <u>(1)</u>		1,662	A	\$ 47.3192	2,574 <u>(3)</u>	D		
Common Stock, par value \$3.125	05/03/2013			S		1,662	D	\$ 66.2208 (2)	912 <u>(3)</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 SEC 1474 information contained in this form are not (9-02)

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. 5. Number Transaction Derivative 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 Amount of 8 Underlying Securities 1 (Instr. 3 and 4) 5		
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 47.3192	05/03/2013	M <u>(1)</u>	1	1,622	09/29/2011	09/29/2015	Common Stock	1,622

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Newlands William A BEAM INC. 510 LAKE COOK ROAD DEERFIELD, IL 60015			SVP & President, NA					
Signatures								
Leslie W. Jensen, Attorney-in-	05/07/2012							

05/07/2013 Newlands Date

**Signature of Reporting Person

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) Reflects the exercise of stock options issued under Beam's Long-Term Incentive Plan.

The price in column 4 is the weighted average selling price of the shares. The shares were sold in multiple transactions at prices ranging from \$66.15 to \$66.33, inclusive. The Reporting Person undertakes to provide to the SEC, Beam and any security holder, upon request, (2) full information regarding the number of shares sold at each price point within the ranges set forth in this footnote.

(3) Includes 912 shares acquired under the Beam Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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