HOFFMAN PETER K

Form 4

December 01, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 5 obligations may continue. See Instruction

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HOFFMAN PETER K			2. Issuer Name and 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	(Check an approache)			
PRUDENTIAL TOWER BUILDING - 42			(Month/Day/Year) 11/29/2004	Director 10% OwnerX Officer (give title Other (specify below) President Grooming			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
BOSTON, MA 021998004			Filed(Month/Day/Year)				

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	rities Acqui	ired, Disposed of	, or Beneficial	lly 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 (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock \$1 Par value	11/29/2004		Code V M	Amount 22,000	(D)	Price \$ 20.985	47,861	D	
Common Stock \$1 Par value	11/29/2004		F	10,675	D	\$ 43.05	37,186	D	
Common Stock \$1 Par value	11/29/2004		S	8,883	D	\$ 43	28,303	D	
Common Stock \$1							4,595	I	By Daughter

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Common Stock \$1 Par value	2,312.3	I	By ESOP Trust (1)
Common Stock \$1 Par value	25,745	I	By Savings Plan Trust - 401(k) (2)

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration Date (Month/Day/Year) (A) ed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.985	11/29/2004		M	22,000	06/15/1996	06/14/2005	Common Stock \$1 Par value	22,000

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HOFFMAN PETER K
PRUDENTIAL TOWER BUILDING - 42

President Grooming

Relationships

BOSTON, MA 021998004

Signatures

/s/ Hoffman, Peter 12/01/2004

Date

Reporting Owners 2

**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) Banalce includes shares acquired from regular quarterly dividends converted to new shares.
- (2) Routine acquisitions under 401(k) plan exempt under rule 16b-3(c).

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.

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