

GILLETTE CO
Form 4
October 04, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KILTS JAMES M

(Last) (First) (Middle)
**PRUDENTIAL TOWER
BUILDING - 42**

(Street)

BOSTON, MA 021998004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GILLETTE CO [G]

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock \$1 Par value	10/01/2005		M		111,187.9 A \$ 0	152,037	D
Common Stock \$1 Par value	10/01/2005		D		111,187.9 D \$ 57.16	40,849.1	D
Common Stock \$1 Par value	10/01/2005		D ⁽¹⁾		40,849.1 D \$ 0	0	D
Common Stock \$1	10/01/2005		D ⁽¹⁾		700 D \$ 0	0	I By Daughter

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Par value									
Common Stock \$1 Par value	10/01/2005		D ⁽¹⁾	1,644.9	D	\$ 0	0	I	By Savings Plan Trust - 401(k)
Common Stock \$1 Par value	10/01/2005		D ⁽¹⁾	100	D	\$ 0	0	I	By Son
Common Stock \$1 Par value	10/01/2005		D ⁽¹⁾	29,274	D	\$ 0	0	I	By The Atlas Heritage Foundation

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Supplemental Savings Plan Units	<u>(2)</u>	10/01/2005		D ⁽³⁾	8,249.8	10/01/2005	10/01/2005	Common Stock \$1 Par value
Stock Units	<u>(2)</u>	10/01/2005		M	111,187.9	10/01/2005	10/01/2005	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 32.38	10/01/2005		D ⁽⁴⁾	1,000,000	06/19/2004	06/18/2013	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 34.16	10/01/2005		D ⁽⁴⁾	2,000,000	01/19/2001	01/18/2011	Common Stock \$1 Par value
Employee Stock Option (right to buy)	\$ 28.26	10/01/2005		D ⁽⁴⁾	639,386	06/21/2002	06/20/2011	Common Stock \$1 Par value
Employee Stock Option	\$ 35.58	10/01/2005		D ⁽⁴⁾	700,000	06/20/2003	06/19/2012	Common Stock \$1

