

FULLER H B CO  
Form 4  
April 08, 2008

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**GIERTZ JAMES R**

(Last) (First) (Middle)

**1200 WILLOW LAKE  
BOULEVARD, P.O. BOX 64683**

(Street)

**ST. PAUL, MN 55164-0683**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**FULLER H B CO [FUL]**

3. Date of Earliest Transaction (Month/Day/Year)  
**04/07/2008**

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)  
**Senior VP and CFO**

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)
				(A) or (D)	Price		
Common Stock	04/07/2008		P	4,000	A \$ 21.544	14,002 <sup>(1)</sup>	D
Common Stock	04/08/2008		P	2,000	A \$ 21.186	16,002	D

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

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SEC 1474  
(9-02)

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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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right-to-Buy)	\$ 20.93					<u>(2)</u>	04/02/2018	Common Stock	23,971

**Reporting Owners**

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

GIERTZ JAMES R  
1200 WILLOW LAKE BOULEVARD  
P.O. BOX 64683  
ST. PAUL, MN 55164-0683

Senior VP and CFO

**Signatures**

/s/ Timothy J. Keenan,  
Attorney-in-Fact

04/08/2008

    \*\*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).

Amended and Restated 2000 Stock Incentive Plan: 6,002 restricted shares were awarded pursuant to H.B. Fuller Company's Amended  
(1) and Restated 2000 Stock Incentive Plan and will vest effective April 2, 2011. Amount may also include restricted shares acquired  
pursuant to a dividend accrual feature of the Amended and Restated 2000 Stock Incentive Plan.

(2) Amended and Restated 2000 Stock Incentive Plan: This option vests in four equal annual installments beginning on April 2, 2009.

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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