

FULLER H B CO  
Form 5  
December 29, 2004

# FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

## ANNUAL 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

1. Name and Address of Reporting Person \*  
MCNELLIS WILLIAM A

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
11/27/2004

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)  
Group President, Asia Pacific

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	^	^	^	^	^	^	907	D	^
Common Stock	^	^	^	^	^	^	14.31 <sup>(1)</sup>	D	^
Common Stock	^	^	^	^	^	^	781.31 <sup>(3)</sup>	I	By 401(k) Plan
Common Stock	^	^	^	^	^	^	10,318.5 <sup>(2)</sup>	D	^

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

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SEC 2270  
(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. 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 (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right-to-Buy)	\$ 21.5	Â	Â	Â	Â Â	08/08/1988 <sup>(4)</sup>	12/02/2008	Common Stock
Employee Stock Option (Right-to-Buy)	\$ 27.375	Â	Â	Â	Â Â	08/08/1988 <sup>(5)</sup>	12/01/2009	Common Stock
Employee Stock Option (Right-to-Buy)	\$ 18.625	Â	Â	Â	Â Â	08/08/1988 <sup>(6)</sup>	12/07/2010	Common Stock
Employee Stock Option (Right-to-Buy)	\$ 25.95	Â	Â	Â	Â Â	08/08/1988 <sup>(7)</sup>	01/17/2012	Common Stock
Employee Stock Option (Right-to-Buy)	\$ 27.9	Â	Â	Â	Â Â	08/08/1988 <sup>(8)</sup>	12/09/2012	Common Stock
Phantom Stock	\$ 0 <sup>(9)</sup>	Â	Â	Â	Â Â	08/08/1988 <sup>(10)</sup>	08/08/1988 <sup>(10)</sup>	Common Stock
Common Stock Units	\$ 0 <sup>(11)</sup>	Â	Â	Â	Â Â	08/08/1988 <sup>(12)</sup>	08/08/1988 <sup>(12)</sup>	Common Stock
Employee Stock Option (Right-to-Buy)	\$ 27.96	Â	Â	Â	Â Â	08/08/1988 <sup>(13)</sup>	07/14/2014	Common Stock

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director      10% Owner      Officer      Other

MCNELLIS WILLIAM A  
1200 WILLOW LAKE BOULEVARD  
P.O. BOX 64683  
ST. PAUL 55164-0683

Â

Â

Â Group  
President, Asia Â  
Pacific

## Signatures

Timothy J. Keenan,  
Attorney-in-Fact

12/29/2004

\_\_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) Dividend Reinvestment Plan: This amount includes shares acquired pursuant to the H.B. Fuller Company Dividend Reinvestment Program in transactions exempt from Section 16.
- (2) 1992 Stock Incentive Plan: This amount includes shares acquired pursuant to a dividend reinvestment feature of the H.B. Fuller Company 1992 Stock Incentive Plan.
- (3) 401(k) Plan: This amount includes shares and dividends acquired during the fiscal year pursuant to the H.B. Fuller Company Thrift Plan.
- (4) 1992 Stock Incentive Plan: This option vests in four equal installments beginning on December 2, 1999.
- (5) 1992 Stock Incentive Plan: This option vests in four equal installments beginning on December 1, 2000.
- (6) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 7, 2001.
- (7) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on January 17, 2003.
- (8) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 9, 2003.
- (9) Deferred Compensation Plan: These units convert into shares of common stock on a 1-for-1 basis.
- (10) Deferred Compensation Plan: Units convert into shares of common stock upon the earlier of certain termination events as specified in the Key Employee Deferred Compensation Plan or such earlier date as selected by the participant.
- (11) 2000 Stock Incentive Plan: These restricted units convert into shares of common stock on a 1-for-1 basis.  
2000 Stock Incentive Plan: These restricted units were awarded pursuant to H.B. Fuller Company's 2000 Stock Incentive Plan. The units
- (12) vest in four equal annual installments beginning on April 15, 2005. Includes restricted units acquired pursuant to the dividend equivalent reinvestment feature of the Plan.
- (13) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on July 14, 2005.
- (14) Key Employee Deferred Compensation Plan Dividend Reinvestment: This amount includes stock units acquired pursuant to a dividend equivalent feature of the Key Employees' Deferred Compensation Plan.

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