

CLEVERLY A BRUCE
Form 4
November 04, 2004

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 *
CLEVERLY A BRUCE

(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)
11/02/2004

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)
President Oral Care

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock \$1 Par value | 11/02/2004 | | M | | \$ 20.985 | 12,000 | D |
| Common Stock \$1 Par value | 11/02/2004 | | M | | \$ 29.405 | 38,000 | D |
| Common Stock \$1 Par value | 11/02/2004 | | M | | \$ 28.26 | 69,000 | D |
| Common Stock \$1 | 11/02/2004 | | F | | \$ 41.5 | 23,452 | D |

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| | | | | | | | | |
|---------------------------------------|------------|---|--------|---|-------|--------|---|--------------------------------|
| Par value | | | | | | | | |
| Common Stock \$1 Par value | 11/02/2004 | S | 23,452 | D | \$ 42 | 0 | D | |
| Common Stock \$1 Par value <u>(1)</u> | | | | | | 1,740 | I | By ESOP Trust |
| Common Stock \$1 Par value <u>(2)</u> | | | | | | 30,618 | I | By Savings Plan Trust - 401(k) |
| Common Stock \$1 Par value | | | | | | 353.7 | I | By Spouse |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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 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) | \$ 28.26 | 11/02/2004 | | M | 31,000 | 06/21/2002 06/20/2011 | Common Stock \$1 Par value 31,000 |
| Employee Stock Option (right to buy) | \$ 20.985 | 11/02/2004 | | M | 12,000 | 06/15/1996 06/14/2005 | Common Stock \$1 Par value 12,000 |
| | \$ 29.405 | 11/02/2004 | | M | 26,000 | 06/20/1997 06/19/2006 | 26,000 |

Employee
 Stock
 Option
 (right to
 buy)

Common
 Stock \$1
 Par value

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-----------|
| | Director | 10% Owner | Officer | Other |
| CLEVERLY A BRUCE PRUDENTIAL TOWER BUILDING - 42 BOSTON, MA 021998004 | | | President | Oral Care |

Signatures

/s/ Cleverly, A 11/04/2004

__Signature of Date
 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) Balance includes shares acquired from regular quarterly dividends converted to new shares.
- (2) Balance includes shares acquired from regular payroll contributions and quarterly dividends.

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.