FULLER H B CO
Form 4
November 28, 2006

FORM 4

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
STROUCKEN ALBERT P L

(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)
11/27/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of Board, Pres, CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock								3,713.91 (1)	I	By 401(k) Plan
Common Stock								124,672.39 (8) (16)	D	
Common Stock	11/27/2006		M		26,300	A	$ 13.95	258,132	D	
Common Stock	11/27/2006		S		2,500	D	$ 25.32	255,632	D	
Common Stock	11/27/2006		S		1,300	D	$ 25.33	254,332	D	

Common Stock	11/27/2006	S	1,600	D	$ 25.34	252,732	D
Common Stock	11/27/2006	S	700	D	$ 25.35	252,032	D
Common Stock	11/27/2006	S	600	D	$ 25.36	251,432	D
Common Stock	11/27/2006	S	1,000	D	$ 25.37	250,432	D
Common Stock	11/27/2006	S	1,900	D	$ 25.38	248,532	D
Common Stock	11/27/2006	S	2,700	D	$ 25.39	245,832	D
Common Stock	11/27/2006	S	1,300	D	$ 25.4	244,532	D
Common Stock	11/27/2006	S	2,800	D	$ 25.41	241,732	D
Common Stock	11/27/2006	S	1,400	D	$ 25.42	240,332	D
Common Stock	11/27/2006	S	1,200	D	$ 25.43	239,132	D
Common Stock	11/27/2006	S	700	D	$ 25.44	238,432	D
Common Stock	11/27/2006	S	100	D	$ 25.45	238,332	D
Common Stock	11/27/2006	S	800	D	$ 25.46	237,532	D
Common Stock	11/27/2006	S	100	D	$ 25.47	237,432	D
Common Stock	11/27/2006	S	100	D	$ 25.48	237,332	D
Common Stock	11/27/2006	S	700	D	$ 25.49	236,632	D
Common Stock	11/27/2006	S	1,500	D	$ 25.5	235,132	D
Common Stock	11/27/2006	S	1,300	D	$ 25.51	233,832	D
Common Stock	11/27/2006	S	1,200	D	$ 25.52	232,632	D
Common Stock	11/27/2006	S	800	D	$ 25.53	231,832	D

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.

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. 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. Tit Unde (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right-to-Buy)	$ 9.9375							08/08/1988(2)	12/01/2009	Cor St
Employee Stock Option (Right-to-Buy)	$ 9.3125							08/08/1988(3)	12/07/2010	Cor St
Employee Stock Option (Right-to-Buy)	$ 12.975							08/08/1988(4)	01/17/2012	Cor St
Phantom Stock	$ 0 (5)							08/08/1988(6)	08/08/1988(6)	Cor St
Employee Stock Option (Right-to-Buy)	$ 13.95	11/27/2006		M			26,300	08/08/1988(7)(16)	12/09/2012	Cor St
Employee Stock Option (Right-to-Buy)	$ 14.195							08/08/1988(9)(16)	04/14/2014	Cor St
Employee Stock Option (Right-to-Buy)	$ 13.945							08/08/1988(11)(16)	12/10/2014	Cor St
Phantom Stock	$ 0 (12)							08/08/1988(13)	08/08/1988(13)	Cor St
Employee Stock Option (Right-to-Buy)	$ 16.015							08/08/1988(15)(16)	12/01/2015	Cor St

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STROUCKEN ALBERT P L 1200 WILLOW LAKE BOULEVARD P.O. BOX 64683 ST. PAUL, MN 55164-0683			Chairman of Board, Pres, CEO	

Signatures

Timothy J. Keenan, Attorney-in-Fact	11/28/2006
**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) 401(k) Plan: This amount includes shares and dividends acquired during the fiscal year pursuant to the H.B. Fuller Company Thrift Plan.

(2) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 1, 2000.

(3) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 7, 2001.

(4) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on January 17, 2003.

(5) Deferred Compensation Plan: These units convert into shares of common stock on a 1-for-1 basis.

(6) 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.

(7) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 9, 2003.

(8) 2000 Stock Incentive Plan: These restricted shares were awarded pursuant to H.B. Fuller Company's 2000 Stock Incentive Plan. Amount includes 1790 restricted shares that will vest in four equal annual installments beginning on April 14, 2005, 6544 restricted shares that will vest in four equal annual installments beginning on April 15, 2005, 29822 restricted shares that will vest effective December 10, 2007 subject to attainment of earnings per share target, and 27040 restricted shares that will vest effective December 1, 2008 subject to attainment of earnings per share target. This total amount includes shares acquired pursuant to a dividend reinvestment feature of the Plan.

(9) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on April 14, 2005.

(10) 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.

(11) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 10, 2005

(12) Deferred Compensation Plan: These units (acquired after 12-31-04) convert into shares of common stock on a 1-for-1 basis.

(13) Deferred Compensation Plan: These units (acquired after 12-31-04) 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, subject to holding periods required by law.

(14) Key Employee Deferred Compensation Plan Dividend Reinvestment: This amount (acquired after 12-31-04) includes stock units acquired pursuant to a dividend equivalent feature of the Key Employees' Deferred Compensation Plan.

(15) 2000 Stock Incentive Plan: This option vests in four equal installments beginning on December 1, 2006.

(16) Pursuant to a Separation Agreement dated November 20, 2006 (the "Agreement") between H.B. Fuller Company and Albert P.L. Stroucken, all shares of restricted stock and stock options granted to Mr. Stroucken that by their terms remain unvested on December 1, 2006 shall become fully vested as of December 1, 2006. Also pursuant to the Agreement, the expiration date of all stock options granted to Mr. Stroucken that by their terms remain unvested on December 1, 2006 shall be extended from December 1, 2006 until the close of business on February 1, 2007.

Remarks:

All above holdings changed to reflect August 4, 2006 2:1 stock split.

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.