SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burder
hours per response: 0.5

	1. Name and Add	1 0		2. Issuer Name and Ticker or Trading Symbol KIMBERLY CLARK CORP [KMB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	MCCRAY	RUNALD L	<u>/</u>	t ,	Director 10% Owner					
				-	X Officer (give title Other (specify					
L	(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	(woied below)					
	P.O. BOX 619	100		02/28/2005	Senior Vice President					
	P.U. DUA 015	100								
				4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
	(Street)				Line)					
	DALLAS	TX	75261-9100		X Form filed by One Reporting Person					
				_	Form filed by More than One Reporting					
	(City)	(State)	(Zip)		Person					
	(City)	(Sidle)	(Zip)		1					

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/28/2005		М		20,507	A	\$51.995	59,374.202 ⁽¹⁾	D	
Common Stock	02/28/2005		S ⁽²⁾		20,507	D	\$66.2549	38,867.202(1)	D	
Common Stock								5,980.44	I(3)	Incentive Investment Plans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Tit Deriv Secu (Instr	rative rity . 3)	2. Conversion or Exercise Price of Derivative Security		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(Grar	c Option nted 2000) ⁽⁴⁾	\$51.995	02/28/2005		М			20,507	(5)	02/20/2010	Common Stock	20,507	(4)	10,000	D	

Explanation of Responses:

1. Includes 1,333.214 shares held in the Corporation's Dividend Reinvestment Program.

2. A portion of the proceeds of the sale was used to pay option exercise price and/or withholding taxes for the option transaction.

3. Number of shares held by the Trustee of the Kimberly-Clark Corporation Incentive Investment Plan and beneficially owned by the reporting person as of a recent practicable date.

4. Stock option granted under the Kimberly-Clark Corporation 1992 Equity Participation Plan.

5. In general, no option may be exercised until one year after it has been granted; after the end of one year, it may be exercised as to 30 percent or less of the total shares subject to options, after the end of the second year, an additional 30 percent, and after the end of the third year, all options may be exercised.

Remarks:

John W. Wesley as attorney-infact for Ronald D. Mc Cray 03/01/2005

eporting Person Date

** Signature of Reporting Person

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.