

TOOTSIE ROLL INDUSTRIES INC  
 Form 4  
 April 04, 2006

**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 \*  
**WEINER LEIGH R**

(Last) (First) (Middle)

C/O TOOTSIE ROLL  
 INDUSTRIES, INC, ATTN BARRY  
 BOWEN 7401 S CICERO AVE

(Street)

CHICAGO, IL 60629

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TOOTSIE ROLL INDUSTRIES INC [TR]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/29/2006**

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)

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 Ownership (Instr. 4)
Common Stock					1,245,520 <sup>(3)</sup>	D	
Common Stock	03/29/2006		S	24,088 D	\$ 28.9 0 <sup>(3)</sup>	I	by Foundation
Common Stock					71,109 <sup>(3)</sup>	I	by wife
Common stock					192,128 <sup>(3)</sup>	I	See footnote <sup>(1)</sup>
					44,816 <sup>(3)</sup>	I	by wife

Class B  
Common  
Stock

Class B  
Common Stock 03/29/2006 S 100,912<sup>(2)</sup> D \$ 28.9 176,683 <sup>(3)</sup> I by  
Foundation

Class B  
Common  
Stock

2,110,104 <sup>(3)</sup> D

Class B  
Common  
Stock

136,414 <sup>(3)</sup> I

See footnote  
(1)

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

WEINER LEIGH R  
C/O TOOTSIE ROLL INDUSTRIES, INC  
ATTN BARRY BOWEN 7401 S CICERO AVE  
CHICAGO, IL 60629

X

## Signatures

Leigh R. Weiner

04/03/2006

\*\*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) Reporting person or wife as custodian for children.
- (2) Converted to Common Stock and sold.
- (3) Share total do not include 3% stock dividend payable April 13, 2006

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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