

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1994-01-04**
SEC Accession No. **0000899657-94-000007**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

WRIGLEY WILLIAM JR CO

CIK: **108601** | IRS No.: **361988190** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-06799** | Film No.: **94500172**
SIC: **2060** Sugar & confectionery products

Business Address
410 N MICHIGAN AVE
CHICAGO IL 60611
3126442121

FILED BY

PAXSON H OFFIELD

CIK: **906436** | State of Incorpor.: **IL** | Fiscal Year End: **1231**
Type: **SC 13D/A**

Business Address
400 NORTH MICHIGAN
AVENUE
ROOM 407
CHICAGO IL 60611

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 11)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

January 3, 1994
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities

Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 6 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 96,120

8 SHARED VOTING POWER: 10,567,848

9 SOLE DISPOSITIVE POWER: 96,120

10 SHARED DISPOSITIVE POWER: 10,567,848

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 10,663,968

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 11.80%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 6 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 106,662

8 SHARED VOTING POWER: 7,066,554
9 SOLE DISPOSITIVE POWER: 106,662
10 SHARED DISPOSITIVE POWER: 7,066,554
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,173,216
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.94%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 6 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 96,997
8 SHARED VOTING POWER: 6,565,510
9 SOLE DISPOSITIVE POWER: 96,997
10 SHARED DISPOSITIVE POWER: 6,565,510
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 6,662,507
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.37%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 6 Pages

This Amendment No. 11 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield ("EJO"), James S. Offield ("JSO") and Paxson H. Offield ("PHO") relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 3. Source and Amount of Funds or Other Consideration.

EJO transferred 32,040 shares and the Wrigley Offfield Trust ("WO Trust") transferred 609,912 shares of the Company's Class B Common Stock, without par value (the "Class B Common Stock") on August 18, 1993 in exchange for the same number of shares of the Company's Common Stock beneficially owned by William Wrigley, the President and Chief Executive Officer of the Company. The shares were exchanged on a one-for-one basis, and there was no cash or other consideration involved in the exchange.

Item 4. Purpose of Transaction.

The exchange of 641,952 shares of Class B Common Stock for the same number of shares of Common Stock was effected to provide for the continuing ownership of such Class B Common Stock (which has ten votes per share) by members of the extended Wrigley family or their affiliates while providing EJO and the WO Trust with flexibility to consider future sales of all or part of their respective shares, without regard to the restrictions set forth in the Company's Restated Certificate of Incorporation applicable to the Company's Class B Common Stock.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,253,362, 2,024,034 and 1,792,119 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,370,853 shares of Common Stock outstanding as of July 15, 1993, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned<F1> ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 10,663,968 | 11.80% |
| JSO | 7,173,216 | 7.94% |
| PHO | 6,662,507 | 7.37% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| EJO | 96,120<F3> | 10,567,848<F4> | 96,120<F3> | 10,567,848<F4> |
| JSO | 106,662<F5> | 7,066,554<F6> | 106,662<F5> | 7,066,554<F6> |
| PHO | 96,997<F5> | 6,565,510<F7> | 96,997<F5> | 6,565,510<F7> |

</TABLE>

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 10 was filed:

<TABLE>

<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|----------|-------------|--------|---------------------|
| 08/18/93 | 641,952 | \$0.00 | Cashless Exchange |

</TABLE>

<F1> Of the shares listed in this column, 81,066 and 75,999 are shares of Class B Stock beneficially owned by JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,253,362, 1,942,968 and 1,716,120 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,002,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii)

540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,523,291 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 501,044 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. JSO disclaims beneficial ownership of 430,380 of the shares described in clause (i) of the preceding sentence, 3,130,311 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,025,396 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. PHO disclaims beneficial ownership of 3,099,911 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

PAGE 6 of 6 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: January 3, 1994

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

END AMENDMENT 11

BEGIN AMENDMENT 10

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 10) *

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

August 18, 1993
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting

person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 6 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 96,120

8 SHARED VOTING POWER: 10,567,848

9 SOLE DISPOSITIVE POWER: 96,120

10 SHARED DISPOSITIVE POWER: 10,567,848

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 10,663,968

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 11.80%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 6 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

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8 SHARED VOTING POWER: 7,066,554
9 SOLE DISPOSITIVE POWER: 106,662
10 SHARED DISPOSITIVE POWER: 7,066,554
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PERSON: 7,173,216
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CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.94%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 4 of 6 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
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6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 96,997
8 SHARED VOTING POWER: 6,565,510
9 SOLE DISPOSITIVE POWER: 96,997
10 SHARED DISPOSITIVE POWER: 6,565,510
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 6,662,507
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CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.37%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 6 Pages

This Amendment No. 10 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield ("EJO"), James S. Offield ("JSO") and Paxson H. Offield ("PHO") relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined

herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

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Item 4. Purpose of Transaction.

The exchange of 641,952 shares of Class B Common Stock for the same number of shares of Common Stock was effected to provide for the continuing ownership of such Class B Common Stock (which has ten votes per share) by members of the extended Wrigley family or their affiliates while providing EJO and the WO Trust with flexibility to consider future sales of all or part of their respective shares, without regard to the restrictions set forth in the Company's Restated Certificate of Incorporation applicable to the Company's Class B Common Stock.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,253,362, 2,024,034 and 1,792,119 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,370,853 shares of Common Stock outstanding as of July 15, 1993, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned<F1> ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
|------------------------------|--|------------------------------|

| | | |
|---------|------------|--------|
| <S> | <C> | <C> |
| EJO | 10,663,968 | 11.80% |
| JSO<F9> | 7,173,216 | 7.94% |
| PHO | 6,662,507 | 7.37% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |
| EJO | 96,120<F3> | 10,567,848<F4> | 96,120<F3> | 10,567,848<F4> |
| JSO | 106,662<F5> | 7,066,554<F6> | 106,662<F5> | 7,066,554<F6> |
| PHO | 96,997<F5> | 6,565,510<F7> | 96,997<F5> | 6,565,510<F7> |

</TABLE>

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 9 was filed:

<TABLE>

<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|----------|-------------|--------|---------------------|
| ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> |
| 08/18/93 | 641,952 | \$0.00 | Cashless Exchange |

</TABLE>

<F1> Of the shares listed in this column, 81,066 and 75,999 are shares of Class B Stock beneficially owned by JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,253,362, 1,942,968 and 1,716,120 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,002,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,523,291 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 501,044 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. JSO disclaims beneficial ownership of 430,380 of the shares described in clause (i) of the preceding sentence, 3,130,311 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,025,396 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. PHO disclaims beneficial ownership of 3,099,911 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

PAGE 6 of 6 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: September 13, 1993

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

END AMENDMENT 10

BEGIN AMENDMENT 9

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 9)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

9825265
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

June 30, 1993
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 8 Pages

SCHEDULE 13D

CUSIP No. 9825265

PAGE 2 of 8 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|------------|
| 7 | SOLE VOTING POWER: | 96,120 |
| 8 | SHARED VOTING POWER: | 10,567,848 |
| 9 | SOLE DISPOSITIVE POWER: | 96,120 |
| 10 | SHARED DISPOSITIVE POWER: | 10,567,848 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 10,663,968

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 11.78%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 9825265

PAGE 3 of 8 Pages

1 NAME OF REPORTING PERSON: James S. Offield

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS

REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

WITH--

7 SOLE VOTING POWER: 106,662

8 SHARED VOTING POWER: 7,066,554<F9>

9 SOLE DISPOSITIVE POWER: 106,662

10 SHARED DISPOSITIVE POWER: 7,066,554<F9>

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,173,216<F9>

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.93%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 9825265

PAGE 4 of 8 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS

REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

WITH--

7 SOLE VOTING POWER: 96,997

8 SHARED VOTING POWER: 6,565,510

9 SOLE DISPOSITIVE POWER: 96,997

10 SHARED DISPOSITIVE POWER: 6,565,510

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 6,662,507

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.36%

14 TYPE OF REPORTING PERSON: IN

This Amendment No. 9 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield ("EJO"), James S. Offield ("JSO") and Paxson H. Offield ("PHO") relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on June 30, 1993, The Offield Family Foundation (the "Foundation") sold 150,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 540,114 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,895,314, 2,633,946 and 2,402,031 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,505,687 shares of Common Stock outstanding as of June 30, 1993, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| ----- | ----- | ----- |
| <S> | <C> | <C> |
| EJO | 10,663,968 | 11.78% |

| | | |
|---------|-----------|-------|
| JSO<F9> | 7,173,216 | 7.93% |
| PHO | 6,662,507 | 7.36% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |
| EJO | 96,120<F3> | 10,567,848<F4> | 96,120<F3> | 10,567,848<F4> |
| JSO<F9> | 106,662<F5> | 7,066,554<F6> | 106,662<F5> | 7,066,554<F6> |
| PHO | 96,997<F5> | 6,565,510<F7> | 96,997<F5> | 6,565,510<F7> |

</TABLE>

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 8 was filed:

<TABLE>

<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|----------|-------------|---------|---------------------|
| ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> |
| 06/30/93 | 150,000 | \$33.29 | Private Placement |

</TABLE>

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated August 24, 1992 (the "Agreement"), the Foundation agreed to sell to the Company 600,000 shares of Common Stock of the Company (such 600,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (150,000) on each of the following closing dates: last business day of the third quarter 1992; last business day of the fourth quarter 1992; last business day of the first quarter 1993; and last business

day of the second quarter 1993. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during such calendar quarters by the number of trading days within such period. The fourth and last installment sale under the Agreement was closed on June 30, 1993.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 8 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: July 20, 1993

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 8 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|---|------------------------|
| 1 | Letter agreement dated August 24, 1992 between the Foundation and the Company<F8> | N/A |

PAGE 8 of 8 Pages

- - - - -
<F1> Of the shares listed in this column, 32,040, 81,066 and 75,999 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,863,274, 2,552,880 and 2,326,032 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,002,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,523,296 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 501,044 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. JSO disclaims beneficial ownership of 430,380 of the shares described in clause (i) of the preceding sentence, 3,130,313 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,025,396 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 540,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 540,114 shares. PHO disclaims beneficial ownership of 3,099,913 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

<F8> Incorporated by reference to Exhibit Number 1 to Amendment No. 6 (October 24, 1992) to the joint statement on Schedule 13D, dated October 18, 1991, of the reporting persons relating to the Common Stock of the Company.

<F9> In Amendment No. 8 to the joint statement of Schedule 13D as of March 31, 1993, there was a typographical error on page 3 and page 6 relating to James S. Offfield's holdings. The error on these two pages resulted in James S. Offfield's holdings being reduced by 180,010 shares, rather than by the correct amount of 150,000 shares, for a difference of 30,010. By this Amendment No. 9, Amendment No. 8 is amended to state on:

1) page three that, as of March 31, 1993, James S. Offield had shared voting power over 7,216,544 shares (line 8) and beneficially owned a total of 7,323,212 shares (line 11);

2) page 6 in Item 5, paragraphs (a) and (b), the correct numbers of shares for James S. Offield, as of March 31, 1993, were:

| Reporting Person | Shares of Common Stock Beneficially Owned | | | Percentage Owned |
|------------------|---|---------------------|------------------------|--------------------------|
| ----- | ----- | | | ----- |
| JSO | 7,323,212 | | | 8.10% |
| Reporting Person | Sole Voting Power | Shared Voting Power | Sole Dispositive Power | Shared Dispositive Power |
| ----- | ----- | ----- | ----- | ----- |
| JSO | 106,662 | 7,216,554 | 106,662 | 7,216,554 |

END AMENDMENT 9

BEGIN AMENDMENT 8

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 8)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

March 31, 1993

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 6 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 96,120

8 SHARED VOTING POWER: 10,717,848
9 SOLE DISPOSITIVE POWER: 96,120
10 SHARED DISPOSITIVE POWER: 10,717,848
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 10,813,968
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 11.46%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 6 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 106,658
8 SHARED VOTING POWER: 7,186,544
9 SOLE DISPOSITIVE POWER: 106,658
10 SHARED DISPOSITIVE POWER: 7,186,544
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,293,202
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.84%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 6 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 96,997
8 SHARED VOTING POWER: 6,715,510
9 SOLE DISPOSITIVE POWER: 96,997
10 SHARED DISPOSITIVE POWER: 6,715,510
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 6,812,507
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.34%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 6 Pages

This Amendment No. 8 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on March 31, 1993, The Offield Family Foundation (the "Foundation") sold 150,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 690,114 shares of Common Stock of the Company.

The reporting persons sold the Common Stock specified in Item 5(c) to decrease their equity position in the Company. As previously reported under Item 5(b) of the Original Statement, the nature of the reporting persons' respective beneficial ownership of shares of Common Stock varies. However, regardless of the nature of the reporting persons' beneficial ownership of shares, all shares of Common Stock reported by this Statement as being beneficially owned by them are held for investment purposes. In the normal course of managing their investment in the Company's Common Stock (whether the Common Stock is owned directly or indirectly as a result of any of the facts described under Item 5(b) of this Statement), the reporting persons may acquire or dispose of shares of Common Stock. Except as described in the preceding sentence, the reporting persons have no plans or proposals which relate to or would result in any of the events described in paragraphs (a) through (j) set

forth under Item 4 of Schedule 13D.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,895,314, 2,633,943 and 2,402,031 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,437,775 shares of Common Stock outstanding as of March 31, 1993, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| ----- | ----- | ----- |
| <S> | <C> | <C> |
| EJO | 10,813,968 | 11.46% |
| JSO | 7,293,202 | 7.84% |
| PHO | 6,812,507 | 7.34% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |
| EJO | 96,120<F3> | 10,717,848<F4> | 96,120<F3> | 10,717,848<F4> |

| | | | | |
|-----|-------------|---------------|-------------|---------------|
| JSO | 106,658<F5> | 7,186,544<F6> | 106,658<F5> | 7,186,544<F6> |
| PHO | 96,997<F5> | 6,715,510<F7> | 96,997<F5> | 6,715,510<F7> |

</TABLE>

- - - - -

<F1> Of the shares listed in this column, 32,040, 81,063 and 75,999 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,863,274, 2,552,880 and 2,326,032 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,002,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 690,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 690,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,523,296 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 501,044 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 690,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 690,114 shares. JSO disclaims beneficial ownership of 430,380 of the shares described in clause (i) of the preceding sentence, 3,130,313 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,025,396 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 690,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 690,114 shares. PHO disclaims beneficial ownership of 3,099,913 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 5 was filed:

<TABLE>

<CAPTION>

Type of

| Date | Amount Sold | Price | Transaction |
|----------|-------------|---------|-------------------|
| ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> |
| 02/26/93 | 16,000 | \$32.00 | Open Market |
| 3/31/93 | 150,000 | \$31.95 | Private Placement |

</TABLE>

PAGE 6 of 6 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: April 16, 1993

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

END AMENDMENT 8

BEGIN AMENDMENT 7

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 7) *

Wm. Wrigley Jr. Company

(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

January 18, 1993
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 Pages

SCHEDULE 13D
CUSIP No. 982526 10 5
PAGE 2 of 6 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 96,120
8 SHARED VOTING POWER: 10,867,848
9 SOLE DISPOSITIVE POWER: 96,120
10 SHARED DISPOSITIVE POWER: 10,867,848
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 10,963,968
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 11.62%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 3 of 6 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 106,658
8 SHARED VOTING POWER: 7,366,544
9 SOLE DISPOSITIVE POWER: 106,658
10 SHARED DISPOSITIVE POWER: 7,366,544
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,473,212
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 8.03%
14 TYPE OF REPORTING PERSON: IN

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 112,997 |
| 8 | SHARED VOTING POWER: | 6,865,510 |
| 9 | SOLE DISPOSITIVE POWER: | 112,997 |
| 10 | SHARED DISPOSITIVE POWER: | 6,865,510 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 6,978,507

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.52%

14 TYPE OF REPORTING PERSON: IN

This Amendment No. 7 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

The reporting persons sold the Common Stock specified in Item 5(c) to decrease their equity position in the Company. As previously reported under Item 5(b) of the Original Statement, the nature of the reporting persons' respective beneficial ownership of shares of Common Stock varies. However, regardless of the nature of the reporting persons' beneficial ownership of shares, all shares of Common Stock reported by this Statement as being beneficially owned by them are held for investment purposes. In the normal course of managing their investment in the Company's Common Stock (whether the Common Stock is owned directly or indirectly as a result of any of the facts described under Item 5(b) of this Statement), the reporting persons may acquire

or dispose of shares of Common Stock. Except as described in the preceding sentence, the reporting persons have no plans or proposals which relate to or would result in any of the events described in paragraphs (a) through (j) set forth under Item 4 of Schedule 13D.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,895,314, 2,633,943 and 2,402,031 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,410,843 shares of Common Stock outstanding as of December 31, 1992, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| ----- | ----- | ----- |
| <S> | <C> | <C> |
| EJO | 10,963,968 | 11.62% |
| JSO | 7,473,312 | 8.03% |
| PHO | 6,978,507 | 7.52% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |

| | | | | |
|-----|-------------|----------------|-------------|----------------|
| EJO | 96,120<F3> | 10,867,848<F4> | 96,120<F3> | 10,867,848<F4> |
| JSO | 106,658<F5> | 7,366,554<F6> | 106,658<F5> | 7,366,554<F6> |
| PHO | 112,997<F5> | 6,865,510<F7> | 112,997<F5> | 6,865,510<F7> |

</TABLE>

<F1> Of the shares listed in this column, 32,040, 81,063 and 75,999 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,863,274, 2,552,880 and 2,326,032 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,002,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,523,296 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 501,044 of these shares as a result of being a trustee of several family trusts, (ii) 6,025,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. JSO disclaims beneficial ownership of 430,380 of the shares described in clause (i) of the preceding sentence, 3,130,313 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,025,396 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. PHO disclaims beneficial ownership of 3,099,913 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 5 was filed:

<TABLE>

<CAPTION>

| | Date | Amount Sold | Price | Type of Transaction |
|-----|----------|-------------|----------|---------------------|
| | ----- | ----- | ----- | ----- |
| <S> | | <C> | <C> | <C> |
| | 01/13/93 | 55,000 | \$30.00 | Open Market |
| | 01/13/93 | 55,000 | \$30.00 | Open Market |
| | 01/13/93 | 55,000 | \$30.00 | Open Market |
| | 01/13/93 | 45,000 | \$30.00 | Open Market |
| | 01/13/93 | 4,000 | \$30.00 | Open Market |
| | 01/13/93 | 9,000 | \$30.00 | Open Market |
| | 01/13/93 | 9,700 | \$30.00 | Open Market |
| | 01/13/93 | 23,000 | \$30.00 | Open Market |
| | 01/13/93 | 5,600 | \$30.00 | Open Market |
| | 01/13/93 | 60,000 | \$30.00 | Open Market |
| | 01/13/93 | 18,000 | \$30.00 | Open Market |
| | 01/13/93 | 56,000 | \$30.00 | Open Market |
| | 01/13/93 | 104,700 | \$30.00 | Open Market |
| | 01/14/93 | 7,300 | \$31.052 | Open Market |
| | 01/14/93 | 29,000 | \$31.052 | Open Market |
| | 01/15/93 | 15,600 | \$31.345 | Open Market |
| | 01/15/93 | 21,600 | \$31.345 | Open Market |
| | 01/15/93 | 21,600 | \$31.345 | Open Market |
| | 01/15/93 | 21,900 | \$31.345 | Open Market |
| | 01/15/93 | 300 | \$31.345 | Open Market |
| | 01/15/93 | 5,000 | \$31.345 | Open Market |
| | 01/15/93 | 2,700 | \$31.345 | Open Market |
| | 01/18/93 | 18,700 | \$31.276 | Open Market |

| | | | |
|----------|--------|----------|-------------|
| 01/18/93 | 4,000 | \$31.276 | Open Market |
| 01/18/93 | 21,100 | \$31.276 | Open Market |
| 01/18/93 | 31,200 | \$31.276 | Open Market |

</TABLE>

PAGE 6 of 6 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: February 26, 1993

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

END AMENDMENT 7

BEGIN AMENDMENT 6

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 6)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

December 31, 1992
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D
CUSIP No. 982526 10 5
PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 96,120

8 SHARED VOTING POWER: 11,567,848

9 SOLE DISPOSITIVE POWER: 96,120

10 SHARED DISPOSITIVE POWER: 11,567,848

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 11,663,968

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 12.37%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

7 SOLE VOTING POWER: 106,658

8 SHARED VOTING POWER: 7,775,854

9 SOLE DISPOSITIVE POWER: 106,658

10 SHARED DISPOSITIVE POWER: 7,775,854

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,882,512

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 8.47%

14 TYPE OF REPORTING PERSON: IN

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 112,997 |
| 8 | SHARED VOTING POWER: | 7,256,510 |
| 9 | SOLE DISPOSITIVE POWER: | 112,997 |
| 10 | SHARED DISPOSITIVE POWER: | 7,256,510 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 7,369,507

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 7.94%

14 TYPE OF REPORTING PERSON: IN

This Amendment No. 6 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on December 31, 1992, The Offield Family Foundation (the "Foundation") sold 150,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 840,114 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,895,314, 2,633,943 and 2,402,031 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 90,410,843 shares of Common Stock outstanding as of December 31, 1992, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 11,663,968 | 12.37% |
| JSO | 7,882,512 | 8.47% |
| PHO | 7,369,507 | 7.94% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person ----- | Sole Voting Power<F1> ----- | Shared Voting Power<F2> ----- | Sole Dispositive Power<F1> ----- | Shared Dispositive Power<F2> ----- |
|------------------------------|--------------------------------------|--|---|---|
| <S> | <C> | <C> | <C> | <C> |
| EJO | 96,120<F3> | 11,567,848<F4> | 96,120<F3> | 11,567,848<F4> |
| JSO | 106,658<F5> | 7,775,854<F6> | 106,658<F5> | 7,775,854<F6> |

</TABLE>

<F1> Of the shares listed in this column, 32,040, 81,063 and 75,999 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,863,274, 2,552,880 and 2,326,032 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,311,338 of these shares as a result of being a trustee of several family trusts, (ii) 6,416,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,656,296 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person beneficially owns these shares in his capacity as trustee under a living trust.

<F6> JSO beneficially owns (i) 519,344 of these shares as a result of being a trustee of several family trusts, (ii) 6,416,396 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. JSO disclaims beneficial ownership of 448,680 of the shares described in clause (i) of the preceding sentence, 3,305,912 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,708,996 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 840,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 840,114 shares. PHO disclaims beneficial ownership of 3,305,912 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 5 was filed:

<TABLE>

<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|-------|-------------|-------|---------------------|
| ----- | ----- | ----- | ----- |

| <S> | <C> | <C> | <C> |
|----------|--------|----------|-------------|
| 12/14/92 | 28,000 | \$36.136 | Open Market |
| 12/14/92 | 9,000 | \$36.093 | Open Market |
| 12/18/92 | 7,600 | \$34.283 | Open Market |
| 12/18/92 | 9,500 | \$34.283 | Open Market |
| 12/18/92 | 16,000 | \$34.283 | Open Market |
| 12/18/92 | 10,000 | \$34.283 | Open Market |
| 12/18/92 | 10,000 | \$34.283 | Open Market |
| 12/18/92 | 15,000 | \$34.283 | Open Market |
| 12/18/92 | 4,400 | \$34.283 | Open Market |
| 12/18/92 | 7,500 | \$34.283 | Open Market |
| 12/18/92 | 5,600 | \$34.283 | Open Market |
| 12/18/92 | 800 | \$34.283 | Open Market |
| 12/21/92 | 1,100 | \$34.208 | Open Market |
| 12/21/92 | 10,800 | \$34.25 | Open Market |
| 12/21/92 | 3,100 | \$34.208 | Open Market |
| 12/21/92 | 28,800 | \$34.208 | Open Market |
| 12/21/92 | 9,000 | \$34.208 | Open Market |
| 12/21/92 | 15,500 | \$34.208 | Open Market |
| 12/22/92 | 10,300 | \$34.25 | Open Market |
| 12/22/92 | 31,600 | \$34.25 | Open Market |
| 12/23/92 | 3,600 | \$34.142 | Open Market |
| 12/23/92 | 3,600 | \$34.142 | Open Market |
| 12/23/92 | 3,600 | \$34.142 | Open Market |
| 12/23/92 | 3,400 | \$34.142 | Open Market |
| 12/23/92 | 1,000 | \$34.142 | Open Market |

| | | | |
|----------|---------|----------|-------------------|
| 12/23/92 | 3,000 | \$34.142 | Open Market |
| 12/23/92 | 1,200 | \$34.142 | Open Market |
| 12/23/92 | 3,000 | \$34.142 | Open Market |
| 12/23/92 | 1,000 | \$34.142 | Open Market |
| 12/23/92 | 5,000 | \$34.142 | Open Market |
| 12/23/92 | 3,000 | \$34.142 | Open Market |
| 12/23/92 | 5,000 | \$34.142 | Open Market |
| 12/24/92 | 5,100 | \$34.25 | Open Market |
| 12/24/92 | 1,700 | \$34.00 | Open Market |
| 12/29/92 | 4,800 | \$33.96 | Open Market |
| 12/29/92 | 4,800 | \$33.96 | Open Market |
| 12/29/92 | 4,800 | \$33.96 | Open Market |
| 12/29/92 | 4,400 | \$33.96 | Open Market |
| 12/30/92 | 700 | \$33.99 | Open Market |
| 12/30/92 | 1,500 | \$33.99 | Open Market |
| 12/29/92 | 1,100 | \$33.96 | Open Market |
| 12/29/92 | 3,700 | \$34.24 | Open Market |
| 12/29/92 | 700 | \$33.96 | Open Market |
| 12/28/92 | 2,500 | \$34.18 | Open Market |
| 12/29/92 | 5,800 | \$33.96 | Open Market |
| 12/29/92 | 2,000 | \$33.96 | Open Market |
| 12/30/92 | 9,000 | \$33.99 | Open Market |
| 12/30/92 | 8,200 | \$33.99 | Open Market |
| 12/31/92 | 150,000 | \$35.273 | Private Placement |

</TABLE>

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect

to Securities of the Issuer.

Pursuant to an agreement dated August 24, 1992 (the "Agreement"), the Foundation agreed to sell to the Company 600,000 shares of Common Stock of the Company (such 600,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (150,000) on each of the following closing dates: last business day of the third quarter 1992; last business day of the fourth quarter 1992; last business day of the first quarter 1993; and last business day of the second quarter 1993. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The second installment sale under the Agreement was closed on December 31, 1992.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: January 20, 1993

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 7 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|------------------------|------------------------------|
|--------|------------------------|------------------------------|

1 Letter agreement dated August 24, 1992 N/A
between the Foundation and the
Company*

* Incorporated by reference to Exhibit Number 3 to the joint statement on
Schedule 13D, dated October 18, 1991, of the reporting persons relating to the
Common Stock of the Company.

END AMENDMENT 6

BEGIN AMENDMENT 5

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 5)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

September 30, 1992
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to
report the acquisition which is the subject of this Schedule 13D, and is
filing this schedule because of Rule 13d-1(b) (3) or (4), check the
following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|------------|
| 7 | SOLE VOTING POWER: | 96,120 |
| 8 | SHARED VOTING POWER: | 12,129,648 |
| 9 | SOLE DISPOSITIVE POWER: | 96,120 |
| 10 | SHARED DISPOSITIVE POWER: | 12,129,648 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 12,225,768

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 12.98%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 127,658 |
| 8 | SHARED VOTING POWER: | 8,253,654 |
| 9 | SOLE DISPOSITIVE POWER: | 127,658 |
| 10 | SHARED DISPOSITIVE POWER: | 8,253,654 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 8,381,312

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.02%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 149,997 |
| 8 | SHARED VOTING POWER: | 7,699,110 |
| 9 | SOLE DISPOSITIVE POWER: | 149,997 |
| 10 | SHARED DISPOSITIVE POWER: | 7,699,110 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

PERSON: 7,849,107
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 8.47%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

This Amendment No. 5 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on September 30, 1992, The Offield Family Foundation (the "Foundation") sold 150,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 990,114 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 3,895,314, 2,633,943 and 2,402,031 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 30,104,447* shares of Common Stock outstanding as of September 1, 1992 (as adjusted for the stock split), plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

* On September 15, 1992, the Company distributed to each of its stockholders two shares of Common Stock and two shares of Class B Common Stock for every share of

Common Stock and Class B Common Stock held as of record on September 1, 1992.

<TABLE>

<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| ----- | ----- | ----- |
| <S> | <C> | <C> |
| EJO | 12,225,768 | 12.98% |
| JSO | 8,381,312 | 9.02% |
| PHO | 7,849,107 | 8.47% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |
| EJO | 96,120<F3> | 12,129,648<F4> | 96,120<F3> | 12,129,648<F4> |
| JSO | 127,658<F5> | 8,253,654<F6> | 127,658<F5> | 8,253,654<F6> |
| PHO | 149,997<F5> | 7,699,110<F7> | 149,997<F5> | 7,699,110<F7> |

</TABLE>

<F1> Of the shares listed in this column, 32,040, 81,063 and 75,999 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 3,863,274, 2,552,880 and 2,326,032 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 4,430,538 of these shares as a result of being a trustee of several family trusts, (ii) 6,708,996 of these shares as a result of

the provisions of certain family trusts described under Item 6, and (iii) 990,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 990,114 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 2,827,296 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 554,544 of these shares as a result of being a trustee of several family trusts, (ii) 6,708,996 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 990,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 990,114 shares. JSO disclaims beneficial ownership of 476,280 of the shares described in clause (i) of the preceding sentence, 3,444,612 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 6,708,996 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 990,114 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 990,114 shares. PHO disclaims beneficial ownership of 3,444,612 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) The reporting persons have effected the following transactions in the Common Stock of the Company since Amendment No. 4 was filed:

<TABLE>
<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|---------|-------------|----------|---------------------|
| ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> |
| 7/20/92 | 38,511 | \$78.00 | Open Market |
| 7/20/92 | 10,000 | \$78.00 | Open Market |
| 7/28/92 | 10,000 | \$81.00 | Open Market |
| 8/01/92 | 700 | \$86.07 | Open Market |
| 8/10/92 | 9,300 | \$86.00 | Open Market |
| 8/25/92 | 10,000 | \$93.60 | Open Market |
| 9/30/92 | 150,000 | \$30.23* | Private Placement |

</TABLE>

* Post-split sale.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated August 24, 1992 (the "Agreement"), the Foundation agreed to sell to the Company 600,000 shares of Common Stock of the Company (such 600,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (150,000) on each of the following closing dates: last business day of the third quarter 1992; last business day of the fourth quarter 1992; last business day of the first quarter 1993; and last business day of the second quarter 1993. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The first installment sale under the Agreement was closed on September 30, 1992.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: October 19, 1992

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 7 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|--|------------------------------|
| 1 | Letter agreement dated August 24, 1992 between the Foundation and the Company* | N/A |

* Incorporated by reference to Exhibit Number 3 to the joint statement on Schedule 13D, dated October 18, 1991, of the reporting persons relating to the Common Stock of the Company.

END AMENDMENT 5

BEGIN AMENDMENT 4

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 4)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

June 30, 1992
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to

report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 6 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|--|-----------|
| 7 | SOLE VOTING POWER: | 32,040 |
| 8 | SHARED VOTING POWER: | 4,123,216 |
| 9 | SOLE DISPOSITIVE POWER: | 32,040 |
| 10 | SHARED DISPOSITIVE POWER: | 4,123,216 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: | 4,155,256 |

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 13.26%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 3 of 6 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 81,064
8 SHARED VOTING POWER: 2,831,218
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 2,831,218
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,912,282
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.42%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 4 of 6 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 60,000
8 SHARED VOTING POWER: 2,646,370

9 SOLE DISPOSITIVE POWER: 60,000
10 SHARED DISPOSITIVE POWER: 2,646,370
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,706,370
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 8.77%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 6 Pages

This Amendment No. 4 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on June 30, 1992, The Offield Family Foundation (the "Foundation") sold 50,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 380,038 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 1,298,438, 877,981 and 800,677 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 30,041,747 shares of Common Stock outstanding as of June 30, 1992, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>
<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| EJO | 4,155,256 | 13.26% |
| JSO | 2,912,282 | 9.42% |
| PHO | 2,706,370 | 8.77% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>
<CAPTION>

| Reporting Person | Sole Voting Power | Shared Voting Power | Sole Dispositive Power | Shared Dispositive Power |
|------------------|-------------------|---------------------|------------------------|--------------------------|
| EJO | 32,040 | 4,123,216 | 32,040 | 4,123,216 |
| JSO | 81,064 | 2,831,218 | 81,064 | 2,831,218 |
| PHO | 60,000 | 2,646,370 | 60,000 | 2,646,370 |

</TABLE>

<F1> Of the shares listed in this column, 10,680, 27,021 and 25,333 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 1,287,758, 850,960 and 775,344 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 1,476,846 of these shares as a result of being a trustee of several family trusts, (ii) 2,266,332 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 380,038 of these shares as a result of serving as a director of the Foundation,

which is the legal owner of such 380,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 972,432 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,266,332 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 380,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 380,038 shares. JSO disclaims beneficial ownership of 158,760 of the shares described in clause (i) of the preceding sentence, 1,108,204 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 2,266,332 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 380,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 380,038 shares. PHO disclaims beneficial ownership of 1,108,204 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

* Because of a clerical error, Amendment No. 3 incorrectly stated that EJO owned 13.80% rather than 13.60%.

(c) The reporting person have effected the following transactions since Amendment No. 3 was filed:

<TABLE>
<CAPTION>

| Date | Amount Sold | Price | Type of Transaction |
|----------|-------------|----------|---------------------|
| ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> |
| 04/08/92 | 16,000 | \$66.586 | Open Market |
| 05/06/92 | 1,400 | \$74.043 | Open Market |
| 05/06/92 | 400 | \$74.043 | Open Market |
| 05/06/92 | 1,300 | \$74.043 | Open Market |
| 05/06/92 | 1,900 | \$74.043 | Open Market |
| 05/08/92 | 100 | \$74.00 | Open Market |
| 05/08/92 | 400 | \$74.00 | Open Market |

| | | | |
|----------|--------|-----------|-----------------|
| 05/08/92 | 500 | \$74.00 | Open Market |
| 05/11/92 | 100 | \$74.00 | Open Market |
| 05/11/92 | 400 | \$74.00 | Open Market |
| 05/11/92 | 500 | \$74.00 | Open Market |
| 05/15/92 | 1,000 | \$73.125 | Open Market |
| 05/15/92 | 4,000 | \$73.125 | Open Market |
| 05/15/92 | 5,000 | \$73.125 | Open Market |
| 05/19/92 | 100 | \$73.125 | Open Market |
| 05/19/92 | 200 | \$73.125 | Open Market |
| 05/19/92 | 200 | \$73.125 | Open Market |
| 05/20/92 | 1,000 | \$73.829 | Open Market |
| 05/20/92 | 4,000 | \$73.829 | Open Market |
| 05/20/92 | 5,000 | \$73.829 | Open Market |
| 06/01/92 | 2,600 | \$71.50 | Open Market |
| 06/01/92 | 2,400 | \$71.50 | Open Market |
| 06/01/92 | 7,000 | \$71.27 | Open Market |
| 06/01/92 | 2,500 | \$71.50 | Open Market |
| 06/01/92 | 9,000 | \$71.27 | Open Market |
| 06/04/92 | 3,300 | \$72.00 | Open Market |
| 06/04/92 | 5,400 | \$72.00 | Open Market |
| 06/04/92 | 50,000 | \$72.0396 | Priv. Placement |

</TABLE>

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated June 27, 1991 (the "Agreement"), the Foundation agreed to sell to the Company 200,000 shares of Common Stock of the Company (such 200,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for

cash, 25% of the Stock (50,000) shares on each of the following closing dates: last business day of the third quarter 1991; last business day of the fourth quarter 1991; last business day of the first quarter 1992; and last business day of the second quarter 1992. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The first installment sale under the Agreement was closed on September 30, 1991, the second installment sale under the Agreement was closed on December 31, 1991, the third installment sale under the Agreement was closed on March 31, 1992, and, as disclosed under Item 5(c), the fourth installment sale under the Agreement was closed on June 30, 1992.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 6 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: August 3, 1992

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

END AMENDMENT 4

BEGIN AMENDMENT 3

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 3)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

March 31, 1992
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities

Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 32,040 |
| 8 | SHARED VOTING POWER: | 4,232,916 |
| 9 | SOLE DISPOSITIVE POWER: | 32,040 |
| 10 | SHARED DISPOSITIVE POWER: | 4,232,916 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 4,264,956

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 13.80%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|---|--------------------|--------|
| 7 | SOLE VOTING POWER: | 81,064 |
|---|--------------------|--------|

8 SHARED VOTING POWER: 2,940,918
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 2,940,918
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,021,982
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.78%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 76,000
8 SHARED VOTING POWER: 2,756,070
9 SOLE DISPOSITIVE POWER: 76,000
10 SHARED DISPOSITIVE POWER: 2,756,070
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,832,070
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.18%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

This Amendment No. 3 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment thereto. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on March 31, 1992, the Offield Family Foundation (the "Foundation") sold 50,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 430,038 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 1,298,438, 877,981 and 800,677 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 30,053,505 shares of Common Stock outstanding as of January 15, 1992, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 4,264,956 | 13.80% |
| JSO | 3,021,982 | 9.78% |
| PHO | 2,832,070 | 9.18% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|---------------------|-----------------------------|-------------------------------|----------------------------------|------------------------------------|
| <S> | <C> | <C> | <C> | <C> |
| EJO | 32,040<F3> | 4,232,916<F4> | 32,040<F3> | 4,232,916<F4> |
| JSO | 81,064<F5> | 2,940,918<F6> | 81,064<F5> | 2,940,918<F6> |
| PHO | 76,000<F5> | 2,756,070<F7> | 76,000<F5> | 2,756,070<F7> |

</TABLE>

<F1> Of the shares listed in this column, 10,680, 27,021 and 25,333 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 850,960, 850,960 and 775,344 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 1,476,846 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,032 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 430,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 430,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 1,002,432 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,632 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 430,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 430,038 shares. JSO disclaims beneficial ownership of 158,760 of the shares described in clause (i) of the preceding sentence, 501,216 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 2,326,032 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 430,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 430,038 shares. PHO disclaims beneficial ownership of 501,216 of the shares described in clause (i) of the preceding

sentence and all of the shares described in clause (ii) of that sentence.

(c) Except for the transaction described under Item 4 of this Amendment No. 3, the reporting persons have not effected any transactions in the Common Stock of the Company during the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated June 27, 1991 (the "Agreement"), the Foundation agreed to sell to the Company 200,000 shares of Common Stock of the Company (such 200,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (50,000) shares on each of the following closing dates: last business day of the third quarter 1991; last business day of the fourth quarter 1991; last business day of the first quarter 1992; and last business day of the second quarter 1992. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The first installment sale under the Agreement was closed on September 30, 1991, the second installment sale under the Agreement was closed on December 31, 1991 and, as disclosed under Item 5(c), the third installment sale under the Agreement was closed on March 31, 1992.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: April 6, 1992

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|--|------------------------|
| 1 | Letter agreement dated June 27, 1991 between the Foundation and the Company* | N/A |

* Incorporated by reference to Exhibit Number 3 to the joint statement on Schedule 13D, dated October 18, 1991, of the reporting persons relating to the Common Stock of the Company.

END AMENDMENT 3

BEGIN AMENDMENT TO AMENDMENT 2

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

Amendment to (Amendment No. 2)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

December 31, 1991

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

WITH--
7 SOLE VOTING POWER: 32,040
8 SHARED VOTING POWER: 4,282,916
9 SOLE DISPOSITIVE POWER: 32,040
10 SHARED DISPOSITIVE POWER: 4,282,916
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 4,314,956
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 13.77%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

WITH--
7 SOLE VOTING POWER: 81,064
8 SHARED VOTING POWER: 2,990,918
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 2,990,918
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,071,982
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.92%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 76,000
8 SHARED VOTING POWER: 2,806,070
9 SOLE DISPOSITIVE POWER: 76,000
10 SHARED DISPOSITIVE POWER: 2,806,070
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,882,070
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.33%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

This Amendment No. 2 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October 18, 1991 or any previous amendment thereto. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on December 31, 1991, the Offield Family Foundation (the "Foundation") sold 50,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 480,038 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate

percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 1,298,438, 877,981 and 800,677 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 30,089,726 shares of Common Stock outstanding as of December 16, 1991, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person | Shares of Common Stock Beneficially Owned | Percentage Owned |
|------------------|---|------------------|
| ----- | ----- | ----- |
| <S> | <C> | <C> |
| EJO | 4,314,956 | 13.77% |
| JSO | 3,071,982 | 9.92% |
| PHO | 2,882,070 | 9.33% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| ----- | ----- | ----- | ----- | ----- |
| <S> | <C> | <C> | <C> | <C> |
| EJO | 32,040<F3> | 4,282,916<F4> | 32,040<F3> | 4,282,916<F4> |
| JSO | 81,064<F5> | 2,990,918<F6> | 81,064<F5> | 2,990,918<F6> |
| PHO | 76,000<F5> | 2,806,070<F7> | 76,000<F5> | 2,806,070<F7> |

</TABLE>

<F1> Of the shares listed in this column, 10,680, 27,021 and 25,333 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 850,960, 850,960 and 775,344 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 1,476,846 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,032 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 1,002,432 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,632 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. JSO disclaims beneficial ownership of 158,760 of the shares described in clause (i) of the preceding sentence, 501,216 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 2,326,032 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. PHO disclaims beneficial ownership of 501,216 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) Except for the transaction described under Item 4 of this Amendment No. 2, the reporting persons have not effected any transactions in the Common Stock of the Company during the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated June 27, 1991 (the "Agreement"), the Foundation agreed to sell to the Company 200,000 shares of Common Stock of the Company (such 200,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (50,000) shares on each of the following closing dates: last business day of the third quarter 1991; last business day of the fourth quarter 1991; last business day of the first quarter 1992; and last business day of the second quarter 1992. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The first installment sale under the Agreement was closed on September 30, 1991 and,

as disclosed under Item 5(c), the second installment sale under the Agreement was closed on December 31, 1991.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: April 6, 1992

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 7 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|--|------------------------|
| 1 | Letter agreement dated June 27, 1991 between the Foundation and the Company* | N/A |

* Incorporated by reference to Exhibit Number 3 to the joint statement on Schedule 13D, dated October 18, 1991, of the reporting persons relating to the Common Stock of the Company.

END AMENDMENT TO AMENDMENT 2

BEGIN AMENDMENT 2

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 2) *

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

December 31, 1991
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of

securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 32,040 |
| 8 | SHARED VOTING POWER: | 4,282,916 |
| 9 | SOLE DISPOSITIVE POWER: | 32,040 |
| 10 | SHARED DISPOSITIVE POWER: | 4,282,916 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 4,314,956

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 14.34%

14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS

REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 81,064
8 SHARED VOTING POWER: 2,990,918
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 2,990,918
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,071,982
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 10.21%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 76,000
8 SHARED VOTING POWER: 2,806,070
9 SOLE DISPOSITIVE POWER: 76,000
10 SHARED DISPOSITIVE POWER: 2,806,070
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,882,070
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.58%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

This Amendment No. 2 relates to the joint statement on Schedule 13D, dated October 18, 1991, as previously amended and as amended hereby (the "Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company (the "Company"). Unless otherwise defined herein, all capitalized terms used but not defined herein shall have the meanings given them in the joint statement filed October

18, 1991 or any previous amendment thereto. Except as amended hereby, the information set forth in the Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

Pursuant to the agreement described under Item 6, on December 31, 1991, the Offield Family Foundation (the "Foundation") sold 50,000 shares of Common Stock to the Company for a purchase price per share determined in accordance with a formula set forth in such agreement. Each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock. Following the sale described above, the Foundation owns 480,038 shares of Common Stock of the Company.

Item 5. Interest in Securities of the Issuer.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 861,640, 877,981 and 800,677 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 30,089,726 shares of Common Stock outstanding as of December 16, 1991, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 4,314,956 | 14.34% |
| JSO | 3,071,982 | 10.21% |
| PHO | 2,882,070 | 9.58% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared

power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|------------------|-----------------------|-------------------------|----------------------------|------------------------------|
| EJO | 32,040<F3> | 4,282,916<F4> | 32,040<F3> | 4,282,916<F4> |
| JSO | 81,064<F5> | 2,990,918<F6> | 81,064<F5> | 2,990,918<F6> |
| PHO | 76,000<F5> | 2,806,070<F7> | 76,000<F5> | 2,806,070<F7> |

</TABLE>

<F1> Of the shares listed in this column, 10,680, 27,021 and 25,333 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 850,960, 850,960 and 775,344 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 1,476,846 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,032 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 1,002,432 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,632 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. JSO disclaims beneficial ownership of 158,760 of the shares described in clause (i) of the preceding sentence, 501,216 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 2,326,032 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii)

480,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 480,038 shares. PHO disclaims beneficial ownership of 501,216 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) Except for the transaction described under Item 4 of this Amendment No. 2, the reporting persons have not effected any transactions in the Common Stock of the Company during the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to an agreement dated June 27, 1991 (the "Agreement"), the Foundation agreed to sell to the Company 200,000 shares of Common Stock of the Company (such 200,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (50,000) shares on each of the following closing dates: last business day of the third quarter 1991; last business day of the fourth quarter 1991; last business day of the first quarter 1992; and last business day of the second quarter 1992. The purchase price which the Company shall pay to the Foundation on each of the closing dates shall be determined by dividing the aggregate daily closing prices of the Company's Common Stock as reported on the New York Stock Exchange - Composite Transactions for each trading day during said calendar quarters by the number of trading days within such period. The first installment sale under the Agreement was closed on September 30, 1991 and, as disclosed under Item 5(c), the second installment sale under the Agreement was closed on December 31, 1991.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: January 7, 1992

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 7 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number |
|--------|--|------------------------------|
| 1 | Letter agreement dated June 27, 1991 between the Foundation and the Company* | N/A |

* Incorporated by reference to Exhibit Number 3 to the joint statement on Schedule 13D, dated October 18, 1991, of the reporting persons relating to the Common Stock of the Company.

END AMENDMENT 2

BEGIN AMENDMENT 1

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. 1) *

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd

70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

October 31, 1991
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

- 1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS: Not applicable
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 32,040
8 SHARED VOTING POWER: 4,332,916
9 SOLE DISPOSITIVE POWER: 32,040
10 SHARED DISPOSITIVE POWER: 4,332,916
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 4,364,956
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 13.99%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 81,064
8 SHARED VOTING POWER: 3,040,918
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 3,040,918
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,121,982
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 10.15%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 76,000
8 SHARED VOTING POWER: 2,856,070
9 SOLE DISPOSITIVE POWER: 76,000
10 SHARED DISPOSITIVE POWER: 2,856,070
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,932,070
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.3%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

This Amendment No. 1 relates to the joint statement on Schedule 13D, dated October 18, 1991 (the "Original Statement"), of Edna Jean Offield, James S. Offield and Paxson H. Offield relating to the Common Stock, no par value, of the Wm. Wrigley Jr. Company. The Original Statement, as amended hereby, is referred to herein as the "Statement." All terms used but not defined herein shall have the meanings given them in the Original Statement. Except as amended hereby, the information set forth in the Original Statement remains true, complete and correct.

Item 4. Purpose of Transaction.

On October 31, 1991, EJO acquired beneficial ownership of 855,200 shares of Common Stock and 436,798 shares of Class B Stock of the Company as a result of becoming a trustee of several family trusts which include these shares among their trust properties. In her capacity as trustee, EJO shares voting and dispositive power over these shares with the other individual trustee of the trusts. Because shares of Class B Stock are convertible into shares of Common Stock at any time on a share-for-share basis, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that shares of Class B Stock be treated as shares of Common Stock for purposes of this Statement. Accordingly, on October 31, 1991, EJO acquired beneficial ownership of 1,291,998 shares of Common Stock.

As previously reported under Item 5(b) of the Original Statement, the nature of the reporting persons' respective beneficial ownership of shares of Common Stock varies. However, regardless of the nature of the reporting persons' beneficial ownership of shares, all shares of Common Stock reported by this Statement as being beneficially owned by them are held for investment purposes. In the normal course of managing their investment in the Company's Common Stock (whether the Common Stock is owed directly or indirectly as a

result of any of the facts described under Item 5(b) of the Statement), the reporting persons may acquire or dispose of shares of Common Stock. Except as described in the preceding sentence, the reporting persons have no plans or proposals which relate to or would result in any of the events described in paragraphs (a) through (j) set forth under Item 4 of Schedule 13D.

Item 5.

(a) The following table sets forth, with respect to EJO (i) the aggregate number of shares of Common Stock beneficially owned and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 1,298,438 are shares of Class B Stock beneficially owned by EJO. The percentage calculation set forth below is based on 29,879,927 shares of Common Stock outstanding as of July 15, 1991, plus the number of shares of Class B Stock that are beneficially owned by EJO.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 4,364,956 | 13.99% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person ----- | Sole Voting Power<F1> ----- | Shared Voting Power<F2> ----- | Sole Dispositive Power<F1> ----- | Shared Dispositive Power<F2> ----- |
|------------------------------|--------------------------------------|--|---|---|
| <S> | <C> | <C> | <C> | <C> |
| EJO | 32,040<F3> | 4,332,916<F4> | 32,040<F3> | 4,332,916<F4> |

</TABLE>

<F1> Of the shares listed in this column, 10,680 are shares of Class B Stock beneficially owned by EJO.

<F2> Of the shares listed in this column, 1,287,758 are shares of Class B Stock beneficially owned by EJO.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 1,476,846 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,032 of these shares as a result of the provisions of certain family trusts described under Item 6 of the Original Statement, and (iii) 530,038 of these shares as a result of serving as a director of The Offield Family Foundation (the "Foundation"), which is the legal owner of such 530,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 1,002,432 of the shares described in clause (ii) of that sentence. EJO shares voting and dispositive power over 1,291,998 of the shares described in clause (i) with John T. Hayes, a trustee of certain of the family trusts described in that clause. For the applicable information required by subparagraphs (b) through (f) of Item 2 with respect to Mr. Hayes, see Exhibit 1 hereto which is incorporated herein by this reference.

(c) Except for the transaction described under Item 4 of this Amendment No. 1, the reporting persons have not effected any transactions in the Common Stock of the Company since October 21, 1991, the date of their most recent joint filing on Schedule 13D.

Item 7. Material to Be Filing as Exhibits.

A list of the exhibits included as part of this Amendment No. 1 is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: November 5, 1991

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number* |
|--------|------------------------|-------------------------------|
|--------|------------------------|-------------------------------|

| | | |
|---|---|--|
| 1 | Information required by subparagraphs (b) through (f) of Item 2 with respect to John T. Hayes | |
|---|---|--|

* Appears only in manually signed original.

END AMENDMENT 1

SCHEDULE 13D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934

(Amendment No. ____)*

Wm. Wrigley Jr. Company
(Name of Issuer)

Common Stock
(Title of Class of Securities)

982526 10 5
(CUSIP Number)

Raymond H. Drymalski, Bell, Boyd & Lloyd
70 West Madison Street, #3200
Chicago, Illinois 60602, (312) 372-1121
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

October 9, 1991
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is

filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box ().

Check the following box if a fee is being paid with the statement (). (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 7 Pages

SCHEDULE 13D

CUSIP No. 982526 10 5

PAGE 2 of 7 Pages

1 NAME OF REPORTING PERSON: Edna Jean Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()

3 SEC USE ONLY

4 SOURCE OF FUNDS: Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--

| | | |
|----|---------------------------|-----------|
| 7 | SOLE VOTING POWER: | 32,040 |
| 8 | SHARED VOTING POWER: | 3,040,918 |
| 9 | SOLE DISPOSITIVE POWER: | 32,040 |
| 10 | SHARED DISPOSITIVE POWER: | 3,040,918 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,072,958

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES

CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.99%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 3 of 7 Pages

1 NAME OF REPORTING PERSON: James S. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 81,064
8 SHARED VOTING POWER: 3,040,918
9 SOLE DISPOSITIVE POWER: 81,064
10 SHARED DISPOSITIVE POWER: 3,040,918
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 3,121,982
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 10.15%
14 TYPE OF REPORTING PERSON: IN

SCHEDULE 13D

CUSIP No. 982526 10 5
PAGE 4 of 7 Pages

1 NAME OF REPORTING PERSON: Paxson H. Offield
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:
###-##-####
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
a () b ()
3 SEC USE ONLY
4 SOURCE OF FUNDS: Not applicable
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): ()
6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH--
7 SOLE VOTING POWER: 76,000
8 SHARED VOTING POWER: 2,856,070
9 SOLE DISPOSITIVE POWER: 76,000

10 SHARED DISPOSITIVE POWER: 2,856,070
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON: 2,932,070
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES: ()
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.39%
14 TYPE OF REPORTING PERSON: IN

PAGE 5 of 7 Pages

Item 1. Security and Issuer.

This statement on Schedule 13D (the "Statement") relates to the Common Stock, no par value (the "Common Stock"), of Wm. Wrigley, Jr. Company (the "Company"), whose principal offices are located at 410 North Michigan Avenue, Chicago, Illinois 60611.

Item 2. Identity and Background.

(a) This Statement is being filed jointly by Edna Jean Offield ("EJO") and her sons, James S. Offield ("JSO") and Paxson H. Offield ("PHO" and collectively with EJO and JSO, the "reporting persons").

(b) The residence address of EJO is P. O. Box 395, Hoyt Road, Harbor Springs, Michigan 49740; the residence address of JSO is 245 Eagle Dancer Road, Sedona, Arizona 86336; and the business address of PHO is Santa Catalina Island Company, P. O. Box 737, 150 Metropole Avenue, Avalon, California 90704.

(c) EJO is retired; JSO is a private investor; and PHO is president of Santa Catalina Island Company, a real estate development company.

(d) During the past five years, none of the reporting persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, none of the reporting persons has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such reporting person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandatory activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Each of the reporting persons is a citizen of the United States.

Item 3. Source and Amount of Funds or Other Consideration.

Not Applicable.

Item 4. Purpose of Transaction.

As more fully described under Item 5(b), the nature of the reporting persons' respective beneficial ownership of shares of Common Stock varies. However, regardless of the nature of the reporting persons' beneficial ownership of shares, all shares of Common Stock reported by this Statement as being beneficially owned by them are held for investment purposes. In the normal course of managing their investment in the Company's Common Stock (whether the Common Stock is owed directly or indirectly as a result of any of the facts described under Item 5(b)), the reporting persons may acquire or dispose of shares of Common Stock. Except as described in the preceding sentence, the reporting persons have no plans or proposals which relate to or would result in any of the events described in paragraphs (a) through (j) set forth under Item 4 of Schedule 13D.

Item 5.

(a) Shares of Class B Common Stock, no par value ("Class B Stock"), of the Company are convertible at any time into shares of Common Stock on a share for share basis, are entitled to ten votes per share and are subject to restrictions on transfer. Because of the conversion feature of the Class B Stock, rule 13d-3(d) under the Securities Exchange Act of 1934, as amended, requires that the shares of Class B Stock beneficially owned by the reporting persons be treated as shares of Common Stock for purposes of this Statement. The following table sets forth, with respect to each of the reporting persons (i) the aggregate number of shares of Common Stock beneficially owned, and (ii) the approximate percentage of outstanding shares of Common Stock beneficially owned. Of the shares set forth under the middle column below, 861,640, 877,981 and 800,677 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively. The percentage calculations set forth below are based on 29,879,927 shares of Common Stock outstanding as of July 15, 1991, plus the respective number of shares of Class B Stock that are beneficially owned by the reporting persons.

<TABLE>

<CAPTION>

| Reporting Person ----- | Shares of Common Stock Beneficially Owned ----- | Percentage Owned ----- |
|------------------------------|--|------------------------------|
| <S> | <C> | <C> |
| EJO | 3,072,958 | 9.99% |
| JSO | 3,121,982 | 10.15% |
| PHO | 2,932,070 | 9.39% |

</TABLE>

(b) The following table sets forth, with respect to each of the reporting persons, the number of shares of Common Stock as to which the reporting person has (i) sole power to vote or to direct the vote, (ii) shared power to vote or direct the vote, (iii) sole power to dispose or direct the disposition, and (iv) shared power to dispose or direct the disposition:

<TABLE>

<CAPTION>

| Reporting Person | Sole Voting Power<F1> | Shared Voting Power<F2> | Sole Dispositive Power<F1> | Shared Dispositive Power<F2> |
|---------------------|-----------------------------|-------------------------------|----------------------------------|------------------------------------|
| <S> | <C> | <C> | <C> | <C> |
| EJO | 32,040<F3> | 3,040,918<F4> | 32,040<F3> | 4,040,918<F4> |
| JSO | 81,064<F5> | 3,040,918<F6> | 81,064<F5> | 3,040,918<F6> |
| PHO | 76,000<F5> | 2,856,070<F7> | 76,000<F5> | 2,856,070<F7> |

</TABLE>

<F1> Of the shares listed in this column, 10,680, 27,021 and 25,333 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F2> Of the shares listed in this column, 850,960, 850,960 and 775,344 are shares of Class B Stock beneficially owned by EJO, JSO and PHO, respectively.

<F3> EJO beneficially owns these shares in her capacity as trustee under a living trust she established several years ago.

<F4> EJO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,032 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 530,038 of these shares as a result of serving as a director of The Offield Family Foundation (the "Foundation"), which is the legal owner of such 530,038 shares. EJO disclaims beneficial ownership of all of the shares described in clauses (i) and (iii) of the preceding sentence and 1,002,432 of the shares described in clause (ii) of that sentence.

<F5> The indicated reporting person directly owns these shares in his individual capacity.

<F6> JSO beneficially owns (i) 184,848 of these shares as a result of being a trustee of several family trusts, (ii) 2,326,632 of these shares as a result of the provisions of certain family trusts described under Item 6, and (iii) 530,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 530,038 shares. JSO disclaims beneficial ownership of 158,760 of the shares described in clause (i) of the preceding sentence, 501,216 of the shares described in clause (ii) of that sentence and all of the shares described in clause (iii) of that sentence.

<F7> PHO beneficially owns (i) 2,326,032 of these shares as a result of the provisions of certain family trusts described herein under Item 6, and (ii) 530,038 of these shares as a result of serving as a director of the Foundation, which is the legal owner of such 530,038 shares. PHO disclaims beneficial

ownership of 501,216 of the shares described in clause (i) of the preceding sentence and all of the shares described in clause (ii) of that sentence.

(c) (i) On September 30, 1991, the Foundation sold 50,000 shares of Common Stock to the Company pursuant to the agreement described under Item 6.

(ii) On October 9, 1991, the Last Will and Testament of Wrigley Offield (the deceased husband of EJO and father of JSO and PHO) was admitted into the probate court of the State of Michigan for administration. Under Michigan estate law, the dispositions of Common Stock of the Company made by Wrigley Offield pursuant to this Last Will and Testament were effective as of that date. As a result, on that date each of the reporting persons acquired beneficial ownership of 1,716,120 shares of Common Stock.

(d) Except as described in the following sentence, the reporting persons (either individually or in combination) are entitled to receive, directly or as beneficiaries of certain family trusts, the dividends paid with respect to, and the proceeds from any sale of, all of the shares of Common Stock reported by this Statement as being beneficially owned by the reporting persons. The Foundation is entitled to receive the dividends paid with respect to, and the proceeds from any sale of, the 530,038 shares of Common Stock owned by the Foundation; and certain relatives of the reporting persons are entitled to receive, as beneficiaries of certain family trusts, the dividends paid with respect to, and the proceeds from any sale of, 126,000 shares of Common Stock beneficially owned by EJO and JSO as a result of being trustees of such trusts.

(e) Not Applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to the provisions of several family trusts that include shares of Common Stock and Class B Stock among their trust properties, the trustees thereof are directed (i) to buy, sell, exchange or otherwise deal with such shares only as directed in writing by all of the reporting persons and (ii) to grant to the reporting persons general proxies to vote all of such shares. Pursuant to these provisions, each of the reporting persons beneficially owns 2,326,032 shares of Common Stock. Decisions made by the reporting persons regarding the voting or disposition of these 2,326,032 may influence the reporting persons' decisions regarding the voting or disposition of the balance of the shares of Common Stock reported by this Statement as being beneficially owned by them.

Pursuant to an agreement dated June 27, 1991 (the "Agreement"), the Foundation agreed to sell to the Company 200,000 shares of Common Stock of the Company (such 200,000 shares are hereinafter referred to as the "Stock"). The Agreement provides that the Company shall purchase from the Foundation, for cash, 25% of the Stock (50,000) shares on each of the following closing dates: last business day of the third quarter 1991; last business day of the fourth quarter 1991; last business day of the first quarter 1992; and last business day of the second quarter 1992. As disclosed under Item 5(c), the first installment

sale under the Agreement was closed on September 30, 1991. As previously noted, each of the reporting persons is a director of the Foundation and as such shares voting and dispositive power with the respect to the Common Stock of the Company owned by the Foundation. Each of the reporting persons disclaims beneficial ownership of such Common Stock.

Item 7. Material to be Filed as Exhibits.

A list of exhibits included as part of this Statement is set forth in the Exhibit Index which immediately precedes the exhibits and is incorporated herein by this reference.

PAGE 6 of 7 Pages

Signatures

After reasonable inquiry, the undersigned certify that the information set forth in this Statement, or amendment thereto, is true, complete and correct.

Dated: October 18, 1991

/s/ Edna Jean Offield

Edna Jean Offield

/s/ James S. Offield

James S. Offield

/s/ Paxson H. Offield

Paxson H. Offield

PAGE 7 of 7 Pages

EXHIBIT INDEX

| Number | Description of Exhibit | Sequential Page Number* |
|--------|---|-------------------------|
| 1 | Agreement dated October 18, 1991 among the reporting persons with respect to their joint filing of the Statement on Schedule 13D | |
| 2 | Provision of Wrigley family trusts pursuant to which each of the reporting persons beneficially owns 2,326,032 shares of Common Stock | |

3 Agreement dated June 27, 1991 between
the Foundation and the Company regarding
the sale by the Foundation of Common
Stock to the Company

* Appears only in manually signed original.