

NEWELL RUBBERMAID INC
Form 4
June 04, 2007

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBINSON J PATRICK

2. Issuer Name and Ticker or Trading Symbol
NEWELL RUBBERMAID INC
[NWL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3711 MEADOWHILL COURT
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Chief Financial Officer

PHOENIX, MD 21131

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 05/31/2007 | | M | | 7,500 (1) A \$ 24.67 70,254 | D | |
| Common Stock | 05/31/2007 | | M | | 2,575 (1) A \$ 24 72,829 | D | |
| Common Stock | 05/31/2007 | | M | | 2,850 (1) A \$ 26.3 75,679 | D | |
| Common Stock | 05/31/2007 | | M | | 5,250 (1) A \$ 22.98 80,929 | D | |
| Common Stock | 05/31/2007 | | M | | 3,750 (1) A \$ 22.38 84,679 | D | |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|-----------|--------|---|--------|
| Common Stock | 05/31/2007 | M | <u>2,000</u> (1) | A | \$ 23.99 | 86,679 | D | |
| Common Stock | 05/31/2007 | S | <u>12,705</u> (1) | D | \$ 32 | 73,974 | D | |
| Common Stock | 05/31/2007 | S | <u>2,342</u> (1) | D | \$ 32.01 | 71,632 | D | |
| Common Stock | 05/31/2007 | S | <u>1,252</u> (1) | D | \$ 32.02 | 70,380 | D | |
| Common Stock | 05/31/2007 | S | <u>2,179</u> (1) | D | \$ 32.04 | 68,201 | D | |
| Common Stock | 05/31/2007 | S | <u>2,560</u> (1) | D | \$ 32.05 | 65,641 | D | |
| Common Stock | 05/31/2007 | S | 54 <u>(1)</u> | D | \$ 32.059 | 65,587 | D | |
| Common Stock | 05/31/2007 | S | 708 <u>(1)</u> | D | \$ 32.06 | 64,879 | D | |
| Common Stock | 05/31/2007 | S | <u>1,471</u> (1) | D | \$ 32.07 | 63,408 | D | |
| Common Stock | 05/31/2007 | S | 654 <u>(1)</u> | D | \$ 32.08 | 62,754 | D | |
| Common Stock | | | | | | 933 | I | 401(k) |

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

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SEC 1474
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Derivative Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| | \$ 24.67 | 05/31/2007 | | M | (2) | 05/07/2011 | Title | Amount or Number of Shares |
| | | | | | | | | 7,500 |

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| | | | | | | | | | |
|-----------------------------|----------|------------|---|--|---------------------|------------|------------|-----------------|-------|
| Option (Right to Buy) | | | | | 7,500 <u>(1)</u> | | | Common Stock | |
| Option (Right to Buy) | \$ 24 | 05/31/2007 | M | | 2,575 <u>(1)</u> | <u>(3)</u> | 05/09/2011 | Common Stock | 2,575 |
| Option (Right to Buy) | \$ 26.3 | 05/31/2007 | M | | 2,850 <u>(1)</u> | <u>(4)</u> | 05/16/2011 | Common Stock | 2,850 |
| Option (Right to Buy) | \$ 22.98 | 05/31/2007 | M | | 5,250 <u>(1)</u> | <u>(5)</u> | 05/13/2014 | Common Stock | 5,250 |
| Option (Right to Buy) | \$ 22.38 | 05/31/2007 | M | | 3,750 <u>(1)</u> | <u>(6)</u> | 02/10/2015 | Common Stock | 3,750 |
| Option (Right to Buy) | \$ 23.99 | 05/31/2007 | M | | 2,000 <u>(1)</u> | <u>(7)</u> | 02/08/2016 | Common Stock | 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROBINSON J PATRICK 3711 MEADOWHILL COURT PHOENIX, MD 21131 | | | VP, Chief Financial Officer | |

Signatures

/s/ Christine E. Vogt, Attorney in Fact for J. Patrick
Robinson

06/04/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transactions were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Options become exercisable in five equal installments on May 7, 2002, 2003, 2004, 2005, 2006
- (3) Options become exercisable in five equal installments on May 9, 2002, 2003, 2004, 2005, 2006
- (4) Options become exercisable in five equal installments on May 16, 2002, 2003, 2004, 2005, 2006
- (5) Options become exercisable in five equal installments on May 13, 2005, 2006, 2007, 2008, 2009
- (6) Options become exercisable in five equal installments on February 13, 2006, 2007, 2008, 2009, 2010
- (7) Options become exercisable in five equal installments on February 8, 2007, 2008, 2009, 2010, 2011
- (8) Not applicable

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

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