

NEWELL RUBBERMAID INC
Form 4
November 19, 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 *
JAHNKE TIMOTHY J

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)
115 ANSLEY WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President, Home & Family Prod.

ROSWELL, GA 30075

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

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|
| | | | Code | V | Amount | (D) | Price | | |
| Common Stock | 11/16/2007 | | M | | 3,200 | A | \$ 22.98 | 59,036 | D |
| Common Stock | 11/16/2007 | | M | | 7,000 | A | \$ 23.99 | 66,036 | D |
| Common Stock | 11/16/2007 | | M | | 15,600 | A | \$ 24 | 81,636 | D |
| Common Stock | 11/16/2007 | | M | | 12,200 | A | \$ 26.9375 | 93,836 | D |
| Common Stock | 11/16/2007 | | S | | 37,463 | D | \$ 28.07 | 56,373 | D |

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| | | | | | | | | |
|--------------|------------|---|-----|---|----------|--------|---|--------|
| Common Stock | 11/16/2007 | S | 337 | D | \$ 28.09 | 56,036 | D | |
| Common Stock | 11/16/2007 | S | 200 | D | \$ 28.11 | 55,836 | D | |
| Common Stock | | | | | | 6,135 | 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy) | \$ 22.98 | 11/16/2007 | | M | 3,200 | <u>(1)</u> 05/13/2014 | Common Stock | 3,200 |
| Option (Right to Buy) | \$ 23.99 | 11/16/2007 | | M | 7,000 | <u>(3)</u> 02/08/2016 | Common Stock | 7,000 |
| Option (Right to Buy) | \$ 24 | 11/16/2007 | | M | 15,600 | <u>(4)</u> 05/09/2011 | Common Stock | 15,600 |
| Option (Right to Buy) | \$ 26.9375 | 11/16/2007 | | M | 12,200 | <u>(5)</u> 05/10/2010 | Common Stock | 12,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JAHNKE TIMOTHY J 115 ANSLEY WAY | | | President, Home & Family Prod. | |

ROSWELL, GA 30075

Signatures

/s/ Christine E. Vogt, Attorney in Fact for Timothy J.
Jahnke

11/19/2007

__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) Options become exercisable in five equal installments on May 13, 2005, 2006, 2007, 2008, 2009
- (2) Not applicable
- (3) Options become exercisable in five equal installments on February 8, 2007, 2008, 2009, 2010, 2011
- (4) Options become exercisable in five equal installments on May 9, 2002, 2003, 2004, 2005, 2006
- (5) Options become exercisable in five equal installments on May 10, 2001, 2002, 2003, 2004, 2005

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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