Edgar Filing: NEWELL RUBBERMAID INC - Form 4

| NEWELL RU Form 4 May 12, 2006 | JBBERMAID IN | С | | | | | | | | |
|--|---|------------------------|--|----------------------------|----------------|--|---|---|-----------|--|
| FORM | Δ | | | | | | | | PPROVAL | |
| Washington, D.C. 20549 | | | | | | OMB Number: | 3235-0287 | | | |
| if no longe subject to Section 16 Form 4 or | Section 16. SECURITIES | | | | | | burden hou | Expires: January 31, 2005 Estimated average burden hours per response 0.5 | | |
| Form 5 obligations may continue. See Instruction 1(b). 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 R | esponses) | | | | | | | | | |
| CLARKE THOMAS E Symbol | | | r Name and Ticker or Trading LL RUBBERMAID INC | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (First) (Middle) 3. Date of (Month/D) 3821 NORTHWEST GORDON 05/10/20 | | | - | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | |
| | | | mendment, Date Original Aonth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| PORTLAND | , OR 97210 | | | | | | Form filed by M Person | More than One Re | eporting | |
| (City) | (State) (2 | Zip) Tabl | e I - Non-D | erivative S | Securi | ties Ac | quired, Disposed of | f, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution Date, if any | Code | TransactionAcquired (A) or | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Common Stock | 05/10/2006 | | Code V A | Amount 2,340 (1) | or (D) A | Price \$ 0 | (Instr. 3 and 4) | D | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. 5. Number Transaction Derivative Code Securities (Instr. 8) 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. I Der Sec (In |
|---|---|---|---|---------|--|--------------------|---|--|---------------------------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Option (Right to Buy) | \$ 27.8 | 05/10/2006 | А | 5,713 | (2) | 05/10/2016 | Common Stock | 5,713 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
|--|----------|--------------|---------|-------|
| CLARKE THOMAS E 3821 NORTHWEST GORDON PORTLAND, OR 97210 | X | | | |
| Signatures | | | | |

/s/ Christine E. Vogt, Attorney in Fact for Thomas E. Clarke

**Signature of Reporting Person

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) All restrictions on shares lapse on the third anniversary of the date of grant.
- (2) Options become exercisable in annual installments of 20% of the number of options granted.
- (3) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

05/10/2006

Date