

NEWELL RUBBERMAID INC  
Form S-8 POS  
May 16, 2003

As filed with the Securities and Exchange Commission on May 16, 2003  
Registration No. 333-105178  
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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

POST-EFFECTIVE  
AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

NEWELL RUBBERMAID INC.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other  
jurisdiction of  
incorporation or  
organization)

36-3514169  
(I.R.S. employer  
identification  
no.)

DEERFIELD CORPORATE CENTRE ONE  
13010 MORRIS ROAD, SUITE 100  
ALPHARETTA, GEORGIA 30004  
(Address of principal executive offices, including zip code)

NEWELL RUBBERMAID INC. 401(k) SAVINGS PLAN  
(f/k/a NEWELL LONG-TERM SAVINGS AND INVESTMENT PLAN)  
(Full title of the plan)

DALE L. MATSCHULLAT  
VICE PRESIDENT-GENERAL COUNSEL  
6833 STALTER DRIVE, SUITE 101  
ROCKFORD, ILLINOIS 61108  
(Name and address of agent for service)

(815) 381-8114  
(Telephone number, including area code, of agent for service)

WITH A COPY TO:

LAURALYN G. BENGEL  
SCHIFF HARDIN & WAITE  
6600 SEARS TOWER  
CHICAGO, ILLINOIS 60606  
(312) 258-5500  
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EXPLANATORY NOTE  
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Newell Rubbermaid Inc. hereby amends its Registration Statement on Form S-8 (File No. 333-105178) by filing this Post-Effective Amendment No. 1 to replace Item E and the first paragraph of Part II of the Registration Statement with the following:

GENERAL INSTRUCTIONS

E. REGISTRATION OF ADDITIONAL SECURITIES.

The contents of the following Registration Statements filed by the Registrant with the Securities and Exchange Commission are hereby incorporated by reference:

- (i) Registration Statement on Form S-8 (File No. 33-25196) filed on October 31, 1988 registering Common Stock issuable under the Plan;
- (ii) Amendment No. 1 to Form S-8 (File No. 33-25196) filed on November 18, 1988 registering the Preferred Stock Purchase Rights attached to the Common Stock;
- (iii) Registration Statement on Form S-8 (File No. 333-38621) filed on October 23, 1997 registering additional shares of Common Stock issuable under the Plan; and
- (iv) Registration Statement on Form S-8 (File No. 333-74925) filed on March 24, 1999 registering shares of Common Stock issuable under the Rubbermaid Retirement Plan (merged into this Plan on October 1, 2000).

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

All information required in this Registration Statement not included in the exhibits attached hereto or set forth on the signature page is set forth in the Registration Statements, including the Amendment No. 1 thereto, described in Section E above, which is incorporated herein by reference.

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SIGNATURES

THE REGISTRANT. Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rockford, State of Illinois, on the 15th day of May, 2003.

NEWELL RUBBERMAID INC.  
(Registrant)

By: /s/ Dale L. Matschullat

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Dale L. Matschullat  
Vice President-General Counsel

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

SIGNATURE -----	TITLE -----	DATE ----
/s/ Joseph Galli, Jr.* ----- Joseph Galli, Jr.	President, Chief Executive Officer (Principal Executive Officer) and Director	
/s/ J. Patrick Robinson* ----- J. Patrick Robinson	Vice President - Corporate Controller and Chief Accounting Officer (Principal Accounting Officer)	
/s/ William T. Alldredge* ----- William T. Alldredge	President - Corporate Development and Chief Financial Officer) (Principal Financial Officer)	
/s/ Thomas E. Clarke* ----- Thomas E. Clarke	Director	
/s/ Scott S. Cowen* ----- Scott S. Cowen	Director	

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SIGNATURE -----	TITLE -----	DATE -----
/s/ Alton F. Doody* ----- Alton F. Doody	Director	
/s/ William D. Marohn* ----- William D. Marohn	Director	
/s/ Elizabeth Cuthbert Millett* ----- Elizabeth Cuthbert Millett	Director	
/s/ Cynthia A. Montgomery* ----- Cynthia A. Montgomery	Director	
/s/ Allan P. Newell* ----- Allan P. Newell	Director	
/s/ William P. Sovey* ----- William P. Sovey	Chairman of the Board and Director	
/s/ Gordon R. Sullivan* ----- Gordon R. Sullivan	Director	
/s/ Raymond G. Viault* ----- Raymond G. Viault	Director	

\*By: /s/ Dale L. Matschullat  
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Dale L. Matschullat  
Attorney-in fact and  
Agent for Service

May 15, 2003

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THE PLAN. Pursuant to the requirements of the Securities Act of 1933, the Plan Administrator has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Freeport, State of Illinois, on May 15, 2003.

NEWELL RUBBERMAID INC.  
401(k) SAVINGS PLAN

By: /s/ Thomas J. Nohl\*  
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Thomas J. Nohl  
Benefit Plans Committee

\*By: /s/ Dale L. Matschullat  
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Dale L. Matschullat  
Attorney-in fact and  
Agent for Service