Edgar Filing: NEWELL RUBBERMAID INC - Form 4

NEWELL R Form 4	UBBERMAID IN	NC										
February 10	, 2016											
FORM									-	PROVAL		
	UNITED	STATES		shington,			NGE C	OMMISSION	OMB Number:	3235-0287		
Check th if no lon	ger								Expires:	January 31, 2005		
subject to Section 1 Form 4 c	o SIAIE N 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Estimated average burden hours per response 0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a	a) of the	Public U		ling Com	ipany	Act of	e Act of 1934, 1935 or Sectior 0	1			
(Print or Type	Responses)											
DAVIES RICHARD B Symbol			r Name and Ticker or Trading LL RUBBERMAID INC				5. Relationship of Reporting Person(s) to Issuer					
							C	(Check all applicable)				
(Last)				Earliest Transaction				Director 10% Owner X_ Officer (give title Other (specify				
	ELL RUBBERMA ENLAKE PARKV		(Month/E 02/08/2	-				below)	below) Development (
	(Street)			endment, Da nth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by O				
ATLANTA	, GA 30328							Form filed by M Person				
(City)	(State)	(Zip)	Tabl	le I - Non-D	Derivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6.7. Nature ofOwnershipIndirectForm: DirectBeneficial(D) orOwnershipIndirect (I)(Instr. 4)(Instr. 4)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	02/08/2016			М	11,274	А	<u>(1)</u>	11,274	D			
Common Stock	02/08/2016			D	11,274	D	\$ 34.26	0	D			
Common Stock	02/08/2016			М	30,610 (2)	А	<u>(1)</u>	30,610	D			
Common Stock	02/08/2016			D	30,610	D	\$ 34.26	0	D			

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

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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. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Cash Settled Stock Units	<u>(1)</u>	02/08/2016		М		11,274	02/06/2016	02/06/2016	Common Stock	11,274

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DAVIES RICHARD B C/O NEWELL RUBBERMAID INC. 3 GLENLAKE PARKWAY ATLANTA, GA 30328			EVP, Chief Development Officer					
Signatures								
/s/ Leah Lower, attorney-in-fact for Ric Davies	chard	02/	10/2016					

**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) Each unit of cash settled SU is the economic equivalent of one share of Newell Rubbermaid Inc. Common Stock.
- (2) Acquired on vesting of performance-based stock units previously granted on February 6, 2013.

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.