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CLARKE TH	OMAS E										
Form 4 May 09, 2008											
									OMB APPROVAL		
Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this if no longe	Check this box if no longer							Expires:	January 31, 2005		
subject to	subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES							Estimated burden hou response	average urs per		
Form 5 obligations may contir <i>See</i> Instruct 1(b).	s Section 17((a) of the I	Public U	Jtility Ho	lding Co		inge Act of 1934, t of 1935 or Secti 1940	·			
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> CLARKE THOMAS E			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)			3. Date of Earliest Transaction (Month/Day/Year)			X_ Director10% Owner Officer (give titleOther (specify below)below)					
C/O NIKE IN DR.	NC., 1 BOWER	MAN	05/07/2	2008			below)	below)			
BEAVERTO	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 							
							Person				
(City)	(State)	(Zip)	Tab				Acquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date Month/Day/Year)	Execution any	Date, if	Code (Instr. 8)		(A) or l of (D) 4 and 5) (A) or	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					
Reminder: Repo	rt on a separate line	e for each cla	ass of sec	urities bene	-	-	-	ation of (DEC 1474		
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible	r Beneficially Owned securities)	1			

1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
Underlying Securities8. Pr1. Title of
DerivativeConversion(Month/Day/Year)Execution Date, if
Execution Date, ifTransaction of DerivativeExpiration Date7. Title and Amount of
Underlying Securities8. Pr

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		d d of	(Month/Day/Year)		(Instr. 3 and 4)		Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	05/07/2008		А	5,018		(2)	(2)	Common Stock	5,018	\$

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
CLARKE THOMAS E C/O NIKE INC. 1 BOWERMAN DR. BEAVERTON, OR 97005	Х			
Signatures				
/s/ Christine E. Vogt, Attorney Clarke	in Fact fo	or Thomas E		05/09/2008
<u>**</u> Signature of Report	rting 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 restricted stock unit represents a contingent right to receive one share of Newell Rubbermaid common stock.

The reporting person shall become vested in his or her award upon the first anniversary of the date of the grant of the award, but the award may vest earlier in the event of death, disability or retirement. Vested shares are to be delivered to the reporting person within 30

(2) days following the date of vesting. Prior to the vesting of the award, if the Company pays a dividend on its common stock, the reporting person will receive an amount in cash equal in value to the dividends that the reporting person would have received had the reporting person been the actual owner of the number of shares of Newell Rubbermaid common stock represented by the restricted stock units.

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.