

NEWELL RUBBERMAID INC  
 Form 4  
 November 18, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 Sweet James M

2. Issuer Name and Ticker or Trading Symbol  
 NEWELL RUBBERMAID INC  
 [NWL]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 EVP, Human Resources

(Last) (First) (Middle)  
 C/O NEWELL RUBBERMAID INC., 3 GLENLAKE PKWY.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/14/2013

ATLANTA, GA 30328

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				(A) or (D)	Price
Common Stock	11/14/2013		M			16,000	A	\$ 22.58	108,524	D	
Common Stock	11/14/2013		M			5,865	A	\$ 23.64	114,389	D	
Common Stock	11/14/2013		M			4,468	A	\$ 22.38	118,857	D	
Common Stock	11/14/2013		M			30,000	A	\$ 23.99	148,857	D	
Common Stock	11/14/2013		S			27,900	D	\$ 29.66	120,957	D	

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Common Stock	11/14/2013	S	100	D	\$ 29.69	120,857	D
Common Stock	11/14/2013	S	6,000	D	\$ 29.72	114,857	D
Common Stock	11/14/2013	S	13,333	D	\$ 29.73	101,524	D
Common Stock	11/14/2013	S	4,000	D	\$ 29.74	97,524	D
Common Stock	11/14/2013	S	5,000	D	\$ 29.75	92,524	D

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

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 22.58	11/14/2013		M	16,000	01/28/2009	01/28/2014	Common Stock	16,000
Options (Right to Buy)	\$ 23.64	11/14/2013		M	5,865	04/30/2009	04/30/2014	Common Stock	5,865
Options (Right to Buy)	\$ 22.38	11/14/2013		M	4,468	02/10/2010	02/10/2015	Common Stock	4,468
Options (Right to Buy)	\$ 23.99	11/14/2013		M	30,000	02/08/2011	02/08/2016	Common Stock	30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sweet James M C/O NEWELL RUBBERMAID INC. 3 GLENLAKE PKWY. ATLANTA, GA 30328			EVP, Human Resources	

## Signatures

/s/ Christine E. Hermann, Attorney in Fact for James M. Sweet	11/18/2013
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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).

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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