NEWELL HENRY C

Form 4

September 02, 2011

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

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005 Estimated average

0.5

of

(Instr. 4)

D

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

No Par Value

Common Stock

08/15/2011

(Print or Type Responses)

of Reporting Pers	on(s) to		
eck all applicable			
sen un applicable	'		
ve titleOthe	r (specify		
6. Individual or Joint/Group Filing(Check			
of, or Beneficiall	y Owned		
f 6. Ownership Form: Direct (D) or Indirect (I)	7. Nature o Indirect Beneficial Ownership (Instr. 4)		
i' y	10% tive titleOther below) Chief Operating Of Joint/Group Filing y One Reporting Per More than One Rep of, or Beneficiall f 6. Ownership Form: Direct (D) or Indirect (I)		

or

(D)

Price

Amount

V 76.5645 A

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

Code V

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

21,601.3501

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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. Transa Code (Instr.		5. Number nDerivative Securities Acquired (Disposed o (Instr. 3, 4, 5)	A) or f (D)	6. Date Exercisab Date (Month/Day/Year	1	7. Title and Underlying (Instr. 3 and
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance Rights	\$ 0 (2)	08/15/2011		A	V	29.8514		01/03/2013(3)	01/03/2013(3)	Common Stock
Performance Rights	\$ 0 (2)	08/15/2011		A	V	65.4559		01/04/2012(4)	01/04/2012(4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships s				
•	Director	10% Owner	Officer	Other	

NEWELL HENRY C

1287 VALLIE LANE

EVP - Chief Operating Officer

MOSINEE, WI 54455

Signatures

Sherri L. Lemmer, Attorney-in-Fact 09/02/2011

**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) Acquired under Dividend Reinvestment Plan.
- (2) Converts to common stock on a one-for-one basis.
- (3) Rights vest if employment continues until January 3, 2013.
- (4) Rights vest if employment continues until January 4, 2012.

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.

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