

NEWELL RUBBERMAID INC  
Form 8-K/A  
October 05, 2010

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

**Form 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 09/17/2010**

**Newell Rubbermaid Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 1-9608**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**36-3514169**  
(IRS Employer  
Identification No.)

**Three Glenlake Parkway**  
Atlanta, Georgia 30328  
(Address of principal executive offices, including zip code)

**770-418-7000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement**

By a Current Report on Form 8-K dated September 17, 2010, Newell Rubbermaid Inc. (the "Company") disclosed that it had amended its convertible note hedge transaction (the "Note Hedge Transaction") and warrant transaction (the "Warrant Transaction") with JPMorgan Chase Bank, National Association ("JPMChase").

On September 30, 2010, the Company and JPMChase completely terminated the Note Hedge Transaction and Warrant Transaction, which resulted in a net payment to the Company of \$4.0 million.

**Item 1.02. Termination of a Material Definitive Agreement**

The response to Item 1.01 is incorporated herein by reference.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Newell Rubbermaid Inc.

Date: October 05, 2010

By: /s/ John K. Stipancich

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John K. Stipancich  
Senior Vice President, General Counsel and Corporate  
Secretary