Edgar Filing: PLAYTEX PRODUCTS INC - Form 4

PLAYTEX P Form 4 June 16, 2005	1								OMB AF	PROVAL	
Check this if no long subject to Section 16	s box er STATEM 5.	Washington, D.C. 20549							OMB Number: 3235-028 Expires: January 31 200 Estimated average burden hours per		
Form 4 or Form 5 obligation may conti <i>See</i> Instru- 1(b).	Filed purs s Section 17(a	resp 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									
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> DEFEO NEIL P			2. Issuer Name and Ticker or Trading Symbol PLAYTEX PRODUCTS INC [PYX]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	/liddle)	3. Date of Earliest Transaction					(Checl	k all applicable)	
21 WOODY LANE			(Month/Day/Year) 06/14/2005					X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
(Street) 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						
WESTPORT, CT 06880 — Form filed by More than One Reporting Person							porting				
(City)	(State)	(Zip)	Tabl	le I - Non-E	Derivative Se	ecuriti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4 a)	(A) or	of (D)	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)	
Common Stock (1)	06/14/2005	(1)		Code V A	Amount 612,658	(D) A	Price \$ 0.01	622,658 <u>(2)</u>	D		
Common Stock								6,900	Ι	By Trust	

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Othe				
DEFEO NEIL P								
21 WOODY LANE	Х		President and CEO					
WESTPORT, CT 06880								
Signatures								
/s/ Paul Yestrumskas, Attorney DeFeo	06/14/2005							

**Signature of Reporting Person

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).

Restricted Performance Stock vests in amounts of 204,220, 204,219 & 204,219 on the last day of the fiscal year in 2006, 2007 and 2008 of the Company, respectively, provided the Executive remains employed and that Playtex Products, Inc. attains established performance

Date

- (1) of the Company, respectively, provided the Executive remains employed and that Playtex Products, inc. attains established performance targets. If the Company attains at least 90% of the performance target for any fiscal year, 50% of the annual vesting portion shall vest, and up to 100% of the annual vesting portion shall vest if 100% or more of the target is met, determined using straight line interpolation.
- (2) To date, 612,658 shares of common stock are restricted stock, 10,000 shares are owned directly and unrestricted and 6,900 shares are held indirectly in the name of a trust that the reporting person's wife is co-trustee of.

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.