

Edgar Filing: RAYOVAC CORP - Form 4/A

RAYOVAC CORP

Form 4/A

October 03, 2002

FORM 4

[] Check this box if no longer
subject to Section 16. Form 4
or Form 5 obligations may continue.
See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL
OMB NUMBER: 3235-0287
EXPIRES:
JANUARY 31, 2005
ESTIMATED AVERAGE
BURDEN HOURS
PER RESPONSE ... 0.5

1. Name and Address of Reporting Person*

Hussey	Kent	J.
(Last)	(First)	(Middle)
c/o Rayovac Corporation, 601 Rayovac Drive		
(Street)		
Madison	Wisconsin	53711
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Rayovac Corporation (ROV)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year

10/1/2002

5. If Amendment, Date of Original (Month/Day/Year)

10/3/2002

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[x] Director
[] 10% Owner
[x] Officer (give title below)
[] Other (specify below)
President and Chief Operating Officer

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7. Individual, or Joint/Group Filing (Check Applicable Line)
[x] Form filed by One Reporting Person
[] Form filed by More than One Reporting Person

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)
Common Stock
2. Transaction Date (Month/Day/Year)
10/1/2002
- 2A. Deemed Execution Date, if any (Month/Day/Year)
3. Transaction Code (Instr. 8)
A
4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)
Price:
62,397 (A)
5. Amount of Securities Beneficially Owned Following Reported
Transaction(s)
(Instr. 3 and 4)
144,491
6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
133,631 (D); 10,860 (I)
7. Nature of Indirect Beneficial Ownership (Instr. 4)
See Footnote (1)

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)
A. Employee Stock Option (Right to Buy)
B. Employee Stock Option (Right to Buy)
2. Conversion or Exercise Price of Derivative Security
A. \$12.20
B. \$12.20
3. Transaction Date (Month/Day/Year)
A. 10/1/2002
B. 10/1/2002
- 3A. Deemed Execution Date, if any (Month/Day/Year)
4. Transaction Code (Instr. 8)
A. A
B. A

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5. Number of Derivative Securities Acquired (A) or Disposed of (D)
(Instr. 3, 4, and 5)
A. Granted option to purchase 37,500 shares of Common Stock (A)
B. Granted option to purchase 37,500 shares of Common Stock (A)
-
6. Date Exercisable and Expiration Date (Month/Day/Year)
A. See Footnote (2)
B. See Footnote (3)
-
7. Title and Amount of Underlying Securities (Instr. 3 and 4)
A. Common Stock; 37,500 shares
B. Common Stock; 37,500 shares
-
8. Price of Derivative Securities (Instr. 5)
-
9. Number of Derivative Securities Beneficially Owned Following Reported
Transaction(s)
(Instr. 4)
A. 37,500
B. 37,500
-
10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)
(Instr. 4)
A. Direct
B. Direct
-
11. Nature of Indirect Beneficial Ownership (Instr. 4)
A. Not applicable
B. Not applicable
-

EXPLANATION OF RESPONSES:

- (1) The reporting person's spouse holds 4,443 shares, the reporting person's daughter holds 2,500 shares and the reporting person's brother holds 3,000 shares as guardian for the reporting person's daughter. The reporting person also holds 917 shares through the Rayovac 401(k) Retirement Savings Plan.
- (2) The option vests and becomes exercisable in equal annual installments over a three-year period that commenced October 1, 2002. The option expires on October 1, 2012.
- (3) The option vests and becomes exercisable in equal annual installments over a three-year period that commenced October 1, 2002, subject to Rayovac's achievement of certain performance goals each year. If any such performance goal is not met, the unvested portion of the option will vest and become exercisable one day prior to its expiration. The option expires on October 1, 2012.

/s/ James T. Lucke, as attorney-in-fact

October 3, 2002

** SIGNATURE OF REPORTING PERSON

DATE

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

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* 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.