

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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported) January 29, 1996

NEWELL CO.

(Exact name of registrant as specified in its charter)

Delaware

1-9608

36-3514169

(State or other
jurisdiction of

(Commission
File Number)

(IRS Employer
Identification No.)

29 East Stephenson Street, Freeport, Illinois 61032

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (815) 235-4171

Item 5. Other Events.

Newell Co. issued a news release dated January 29, 1996 announcing its results for the fourth quarter and year ended December 31, 1995. A copy of the news release is attached as Exhibit 99.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits.

(99) News Release dated January 29, 1996.

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 CO.
(Registrant)

Date: February 6, 1996 By: /s/ William T. Alldredge

William T. Alldredge
Vice President -- Finance

EXHIBIT INDEX

Exhibit No. -----	Description -----
99	News Release dated January 29, 1996

NEWS RELEASE
-----NEWELL CO. REPORTS RECORD FOURTH QUARTER RESULTS
1995 FULL YEAR SALES AND EARNINGS REACH AN ALL-TIME HIGH
1995 FULL YEAR RETURN ON EQUITY REACHES 20%

FREEPORT, IL, January 29, 1996 -- Newell announced today that sales and earnings reached record levels for both the fourth quarter and full year ended December 31, 1995.

For the 1995 fourth quarter, net sales were a record \$669.2 million, up 14% from \$584.7 million achieved in the fourth quarter of 1994. Net income for the fourth quarter of 1995 increased 7% to \$66.1 million and earnings per share were 42 cents, an 8% increase from 39 cents achieved in the fourth quarter of 1994.

The increase in sales for the quarter is primarily attributable to the incremental sales from the 1994 acquisition of Newell Europe and the 1995 acquisitions, including Decorel and Berol. The increases in net income and earnings per share are primarily attributable to the contributions from the 1994 acquisition of Eberhard Faber and the 1995 acquisition of Decorel.

For the full year 1995, sales were up 20% to \$2,498.4 million from \$2,074.9 million in 1994. Net income for the full year 1995 was \$222.5 million, an increase of 14% from \$195.6 million in 1994 and earnings per share were \$1.41, up 14% from \$1.24 in 1994.

The increase in sales for the full year 1995 is primarily attributable to the incremental sales from the 1994 acquisitions of Home Fashions, Inc., Eberhard Faber and Newell Europe and the 1995

-5-

acquisitions, including Decorel and Berol. The increases in net income and earnings per share are primarily attributable to contributions from the 1994 acquisitions and improved profitability at businesses owned more than two years.

"We're pleased that we were able to meet or exceed most of our financial goals during a difficult period in the retail marketplace," stated William P. Sovey, Newell's Vice Chairman and CEO. "Credit for this performance goes to the men and women of Newell, who distinguished themselves and our entire company by their efforts throughout the year. It was their outstanding contribution that enabled us to turn in record results."

"We enter 1996 a truly global company, excited about our opportunities at home and abroad," added Mr. Sovey. "The rest of the decade offers us many opportunities and we intend to take advantage of them so that we may continue to provide above average returns to our stockholders."

Newell manufactures and markets high-volume staple consumer products which are sold through a variety of retail and wholesale distribution channels. Product categories include housewares, hardware, home furnishings, and office products.

NEWELL CO.
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)
(in millions except per share data)

	Three Months Ended December 31,			Twelve Months Ended December 31,		
	1995	1994	% Change	1995	1994	% Change
Net Sales	669.2	584.7	14.5%	\$2,498.4	\$2,074.9	20.4%
Cost of products sold	449.9	387.5		1,715.6	1,403.8	
	-----	-----		-----	-----	
GROSS INCOME	219.3	197.2	11.2%	782.8	671.1	16.6%
% of sales	32.8%	33.7%		31.3%	32.3%	
Selling, general & administrative expense	94.5	85.2		363.3	313.2	
	-----	-----		-----	-----	
OPERATING INCOME	124.8	112.0	11.4%	419.5	357.9	17.2%
% of sales	18.6%	19.2%		16.8%	17.2%	
Nonoperating expenses:						
Interest expense	13.0	10.5		49.8	30.0	
Interest Income	(0.7)	(0.3)		(1.9)	(1.0)	
Goodwill	5.4	4.5		19.3	15.4	
Other	(3.5)	(6.2)		(18.5)	(15.8)	
	-----	-----		-----	-----	
	14.2	8.5		48.7	28.6	
	-----	-----		-----	-----	
INCOME BEFORE TAXES	110.6	103.5	6.9%	370.8	329.8	12.6%
% of sales	16.5%	17.7%		14.8%	15.9%	
Income taxes	44.2	41.4		148.3	133.7	
Effective rate	40.0%	40.0%		40.0%	40.6%	
	-----	-----		-----	-----	
NET INCOME	66.4	62.1	6.9%	\$222.5	\$195.6	13.8%
% of sales	9.9%	10.6%		8.9%	9.4%	
	=====	=====		=====	=====	
EARNINGS PER SHARE	0.42	0.39	7.7%	\$1.41	\$1.24	13.7%
	=====	=====		=====	=====	
Average shares outstanding	158.6	157.8	0.5%	158.2	157.8	0.3%