
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): September 11, 2006

NEWELL RUBBERMAID INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-9608
(Commission
File Number)

36-3514169
(IRS Employer
Identification No.)

10 B Glenlake Parkway
Suite 300
Atlanta, Georgia
(Address of Principal Executive Offices)

30328
(Zip Code)

Registrant's telephone number, including area code: (770) 407-3800

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 (see General Instruction A.2. below):

- 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 2.02 Results of Operations and Financial Condition.

The information in this Report, including the Exhibits attached hereto, is furnished pursuant to Item 2.02 and Item 7.01 of this Form 8-K. Consequently, it is not deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liabilities of that section. It may only be incorporated by reference in another filing under the Exchange Act or the Securities Act of 1933 if such subsequent filing specifically references this Form 8-K.

On September 11, 2006, Newell Rubbermaid Inc. (the “Company”) issued a press release announcing that it has entered into an agreement for the intended sale of its Little Tikes business unit to MGA Entertainment, Inc. A copy of the Company’s press release, dated September 11, 2006, is attached as Exhibit 99.1.

The Company has updated its quarterly and full year proforma income statements and historical segment reporting to reflect the intended sale of the Little Tikes business, which will be reclassified to discontinued operations. The updated proforma income statements and segment reporting schedules can be found on the investor relations portion of the Company’s website at www.newellrubbermaid.com and are attached hereto as Exhibit 99.2.

The updated proforma income statements and reporting schedules contain non-GAAP financial measures. For purposes of SEC Regulation G, a “non-GAAP financial measure” is a numerical measure of a registrant’s historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statement of income, balance sheet or statement of cash flows of the issuer; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. Operating and statistical measures and certain ratios and other statistical measures are not non-GAAP financial measures. For purposes of the definition, GAAP refers to generally accepted accounting principles in the United States. Pursuant to the requirements of Regulation G, the Company has provided, as a part of the income statements and reporting schedules, a reconciliation of each of the non-GAAP financial measures to the most directly comparable GAAP financial measure.

The Company has used the financial measures that are included in the proforma income statements and reporting schedules for several years, both in presenting its results to stockholders and the investment community and in its internal evaluation and management of its businesses. The Company’s management believes that these measures — including those that are “non-GAAP financial measures” — and the information they provide are useful to investors since these measures:

- enable investors and analysts to compare the current non-GAAP measures with the corresponding non-GAAP measures used in the past, and
- permit investors to view the Company’s performance using the same tools that Company management uses to evaluate the Company’s past performance, reportable business segments and prospects for future performance and to gauge the Company’s progress in achieving its stated goals.

The Company’s management believes that operating income, income from continuing operations and earnings per share from continuing operations, excluding impairment and certain restructuring charges, for the Company and operating income (including as a percentage of sales), excluding impairment and certain restructuring charges for each of the Company’s segments, are also useful to investors because they provide meaningful perspective on the current, underlying performance of the Company’s continuing operations. Another purpose for which the Company uses diluted earnings per share from continuing operations, excluding impairment and certain restructuring charges, is as a performance goal that helps determine the amount, if any, of cash bonuses for corporate management employees under the Company’s management cash bonus plan.

While the Company believes that these non-GAAP financial measures are useful in evaluating the Company, this information should be considered as supplemental in nature and not as a substitute for or superior to the related financial information prepared in accordance with GAAP. Additionally, these non-GAAP financial measures may differ from similar measures presented by other companies.

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Item 7.01. Regulation FD Disclosure.

The information set forth under Item 2.02 above is also intended to be disclosed under this Item 7.01 and is hereby incorporated by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release, dated September 11, 2006, issued by Newell Rubbermaid Inc.
99.2	Proforma income statements and segment reporting schedules for Newell Rubbermaid Inc. updated to reflect the intended sale of the Little Tikes business unit.

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: September 12, 2006

By: /s/ Dale L. Matschullat
Dale L. Matschullat
Vice President -- General Counsel & Corporate Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
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SEPTEMBER 11, 2006

PAGE 1 OF 2

**NEWELL RUBBERMAID ANNOUNCES INTENDED SALE
OF ITS GLOBAL LITTLE TIKES BUSINESS**

ATLANTA, September 11, 2006 — Newell Rubbermaid Inc. (NYSE: NWL) today announced it has entered into an agreement for the intended sale of its Little Tikes business unit to MGA Entertainment, Inc., a global family and children's entertainment company. Little Tikes is a global marketer and manufacturer of children's toys, furniture and related items for consumers.

"We have been narrowing our portfolio to focus on businesses that are best aligned with our strategies of differentiated products, best cost and consumer branding. This transaction is consistent with that focus," said Mark Ketchum, chief executive officer of Newell Rubbermaid.

The transaction is expected to close in the fourth quarter 2006, subject to completion of all required regulatory approvals, including consultation proceedings with works councils, trade unions and employee representatives in certain affected European countries, among other things. Financial terms of the agreement were not disclosed.

Little Tikes contributed approximately \$250 million in revenue in 2005, reported in the company's Other segment. Little Tikes will be classified as discontinued operations, and in the fourth quarter the company expects to record a net gain of \$15 to \$25 million related to this transaction. As a result of reclassifying Little Tikes to discontinued operations in the third quarter, 2006 full year diluted earnings per share from continuing operations, excluding charges, are expected to decline by \$0.03 to \$0.04, split evenly between the third and fourth quarters. Despite this dilution, the company is maintaining its third quarter and fiscal year 2006 earnings and cash flow guidance issued July 27, 2006.

Caution Concerning Forward-Looking Statements

The statements in this press release that are not historical in nature constitute forward-looking statements. These forward-looking statements relate to information or assumptions about the effects of Project Acceleration, sales, income/ (loss), earnings per share, operating income or gross margin improvements, capital and other expenditures, cash flow, dividends, restructuring, impairment and other charges, potential losses on divestiture, costs and cost savings and the value thereof, debt ratings, and management's plans, projections and objectives for future operations and performance. These statements are accompanied by words such as "expect," "project," "will," "enable," "estimate" and similar expressions. Actual results could differ materially from those expressed or implied in the forward-looking statements. Important factors that could cause actual results to differ materially from those suggested by the forward-looking statements include, but are not limited to, our dependence on the strength of retail economies in various parts of the world; competition with numerous other manufacturers and distributors of consumer products; major retailers' strong

Newell Rubbermaid Inc.
Atlanta, GA

Securities Listed
NYSE
Common Stock
(Symbol: NWL)

www.newellrubbermaid.com

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bargaining power; changes in the prices of raw materials used by the company; our ability to develop innovative new products and to develop, maintain and strengthen our end-user brands; our ability to expeditiously close facilities and move operations in the face of foreign regulations and other impediments; our ability to implement successfully information technology solutions throughout our organization; our ability to improve productivity and streamline operations; our ability to complete divestitures of non-strategic businesses and strategic acquisitions; our ability to integrate previously acquired businesses; the risks inherent in our foreign operations and those factors listed in the company's most recent quarterly report on Form 10-Q, including Exhibit 99.1 thereto, filed with the Securities and Exchange Commission.

About the Company

Newell Rubbermaid Inc. is a global marketer of consumer and commercial products with 2005 sales of \$6.0 billion and a strong portfolio of brands, including Sharpie®, Paper Mate®, DYMO®, EXPO®, Waterman®, Parker®, Rolodex®, IRWIN®, LENOX®, BernzOmatic®, Rubbermaid®, Graco®, Calphalon® and Goody®. The company is headquartered in Atlanta, Ga., and has approximately 28,000 employees worldwide.

This press release and additional information about the company are available on the company's Web site at www.newellrubbermaid.com.

NWL-AD

Newell Rubbermaid Inc.
Atlanta, GA

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Common Stock
(Symbol: NWL)

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Newell Rubbermaid Inc.
2004- Q2 2006 Proforma Quarterly Segment Sales and Operating Income
Restatement to Reflect the Intended Disposition of the Little Tikes Business
September 11, 2006

The company has updated its segment reporting to reflect the intended disposition of the Little Tikes business, previously reported in the Other segment. The schedule below shows these businesses as part of Discontinued Operations.

2006	Q1					Q2				
	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin
Cleaning & Organization	\$ 333.1	\$ 21.3	—	\$ 21.3	6.4%	\$ 403.3	\$ 42.9	—	\$ 42.9	10.6%
Office Products	390.8	32.3	—	32.3	8.3%	579.1	99.9	—	99.9	17.3%
Tools & Hardware	276.8	33.1	—	33.1	12.0%	328.8	53.8	—	53.8	16.4%
Home Fashions	116.6	17.1	—	17.1	14.7%	106.6	14.4	—	14.4	13.5%
Other	225.3	32.7	—	32.7	14.5%	216.3	29.8	—	29.8	13.8%
Corporate	—	(17.6)	—	(17.6)	—	—	(20.0)	—	(20.0)	—
Impairment	—	—	—	—	—	—	—	—	—	—
Restructuring	—	(9.1)	9.1	—	—	—	(19.1)	19.1	—	—
Continuing Operations	1,342.6	109.8	9.1	118.9	8.9%	1,634.1	201.7	19.1	220.8	13.5%

2005	Q1					Q2					Q3					Q4					Full Year				
	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin
Cleaning & Organization	\$ 300.3	\$ 12.5	—	\$ 12.5	4.2%	\$ 365.1	\$ 23.1	—	\$ 23.1	6.3%	\$ 375.8	\$ 51.1	—	\$ 51.1	13.6%	\$ 432.9	\$ 21.8	—	\$ 21.8	5.0%	\$ 1,474.1	\$ 108.5	—	\$ 108.5	7.4%
Office Products	332.8	33.5	—	33.5	10.1%	495.5	98.9	—	98.9	20.0%	427.8	59.9	—	59.9	14.0%	457.2	73.7	—	73.7	16.1%	1,713.3	266.0	—	266.0	15.5%
Tools & Hardware	276.4	26.7	—	26.7	9.7%	315.5	49.3	—	49.3	15.6%	318.9	46.3	—	46.3	14.5%	349.5	48.8	—	48.8	14.0%	1,260.3	171.1	—	171.1	13.6%
Home Fashions	97.7	2.3	—	2.3	2.4%	115.0	8.0	—	8.0	7.0%	115.1	16.8	—	16.8	14.6%	119.1	10.2	—	10.2	8.6%	446.9	37.3	—	37.3	8.3%
Other	196.5	17.0	—	17.0	8.7%	202.8	26.0	—	26.0	12.8%	199.0	25.4	—	25.4	12.8%	224.3	35.1	—	35.1	15.6%	822.6	103.5	—	103.5	12.6%
Corporate	—	(9.5)	—	(9.5)	—	—	(9.7)	—	(9.7)	—	—	(10.1)	—	(10.1)	—	—	(16.7)	—	(16.7)	—	—	(46.0)	—	(46.0)	—
Impairment	—	—	—	—	—	—	(31.4)	31.4	—	—	—	25.2	(25.2)	—	—	—	5.8	(5.8)	—	—	—	(0.4)	0.4	—	—
Restructuring	—	(6.5)	—	(6.5)	—	—	(0.3)	—	(0.3)	—	—	(14.6)	—	(14.6)	—	—	(51.2)	51.2	—	—	—	(72.6)	51.2	(21.4)	—
Continuing Operations	1,203.7	76.0	—	76.0	6.3%	1,493.9	163.9	31.4	195.3	13.1%	1,436.6	200.0	(25.2)	174.8	12.2%	1,583.0	127.5	45.4	172.9	10.9%	5,717.2	567.4	51.6	619.0	10.8%

2004	Q1					Q2					Q3					Q4					Full Year				
	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin	Sales	Reported OI	Charges (1)	Ex. Charges OI	Margin
Cleaning & Organization	\$ 367.4	\$ 13.9	3.2	\$ 17.1	4.7%	\$ 392.0	\$ 11.1	5.2	\$ 16.3	4.2%	\$ 384.8	\$ 29.5	—	\$ 29.5	7.7%	\$ 408.7	\$ 39.3	—	\$ 39.3	9.6%	\$ 1,552.9	\$ 93.8	\$ 8.4	\$ 102.2	6.6%
Office Products	332.8	31.8	—	31.8	9.6%	489.2	95.5	0.3	95.8	19.6%	424.3	61.5	—	61.5	14.5%	439.9	73.2	—	73.2	16.6%	1,686.2	262.0	0.3	262.3	15.6%
Tools & Hardware	274.3	43.0	—	43.0	15.7%	300.3	43.5	3.1	46.6	15.5%	300.6	45.1	—	45.1	15.0%	343.5	50.1	—	50.1	14.6%	1,218.7	181.7	3.1	184.8	15.2%
Home Fashions	103.0	(1.7)	—	(1.7)	(1.7%)	109.5	4.6	—	4.6	4.2%	118.9	8.7	—	8.7	7.3%	109.1	8.2	—	8.2	7.5%	440.5	19.8	—	19.8	4.5%
Other	198.4	18.7	—	18.7	9.4%	200.1	20.1	0.2	20.3	10.1%	190.0	20.8	—	20.8	10.9%	220.3	28.8	—	28.8	13.1%	808.8	88.4	0.2	88.6	11.0%
Corporate	—	(7.4)	—	(7.4)	—	—	(9.7)	—	(9.7)	—	—	(10.2)	—	(10.2)	—	—	(12.0)	—	(12.0)	—	—	(39.3)	—	(39.3)	—
Impairment	—	—	—	—	—	—	(19.4)	19.4	—	—	—	(244.6)	244.6	—	—	—	—	—	—	—	—	(264.0)	264.0	—	—
Restructuring	—	(6.6)	6.6	—	—	—	(14.1)	14.1	—	—	—	(0.4)	0.4	—	—	—	(7.1)	7.1	—	—	—	(28.2)	28.2	—	—
Continuing Operations	1,275.9	91.7	9.8	101.5	8.0%	1,491.1	131.6	42.3	173.9	11.7%	1,418.6	(89.6)	245.0	155.4	11.0%	1,521.5	180.5	7.1	187.6	12.3%	5,707.1	314.2	304.2	618.4	10.8%

(1) Charges are primarily related to restructuring, asset impairment, product line exits, acquisitions and divestitures

Newell Rubbermaid Inc.
Proforma Quarterly Income Statements
Restatement to Reflect the Intended Disposition of the Little Tikes Business
September 11, 2006

The company has updated its segment reporting to reflect the intended disposition of the Little Tikes business, previously reported in the Other segment. The schedule below shows these businesses as part of Discontinued Operations.

2006	Q1			Q2		
	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges
Net Sales	1,342.6	—	1,342.6	1,634.1	—	1,634.1
GROSS MARGIN	432.1	—	432.1	563.0	—	563.0
SG&A	(313.2)	—	(313.2)	(342.2)	—	(342.2)
Impairment	—	—	—	—	—	—
Restructuring	(9.1)	9.1	—	(19.1)	19.1	—
OPERATING INCOME	109.8	9.1	118.9	201.7	19.1	220.8
Non-Operating Expense	(36.2)	—	(36.2)	(37.4)	—	(37.4)
Income Taxes	56.6	(2.0)	54.6	(28.8)	(5.6)	(34.4)
Income from Continuing Operations	130.2	7.1	137.3	135.5	13.5	149.0
Discontinued Operations, net	(75.4)	75.4	—	(16.0)	16.0	—
NET INCOME	54.8	82.5	137.3	119.5	29.5	149.0

EARNINGS PER SHARE FROM CONTINUING OPERATIONS:

Basic	\$ 0.47	\$ 0.03	\$ 0.50	\$ 0.49	\$ 0.05	\$ 0.54
Diluted	\$ 0.47	\$ 0.03	\$ 0.50	\$ 0.49	\$ 0.05	\$ 0.54

LOSS PER SHARE FROM DISCONTINUED OPERATIONS:

Basic	\$ (0.27)	\$ 0.27	\$ —	\$ (0.06)	\$ 0.06	\$ —
Diluted	\$ (0.27)	\$ 0.27	\$ —	\$ (0.06)	\$ 0.06	\$ —

EARNINGS PER SHARE:

Basic	\$ 0.20	\$ 0.30	\$ 0.50	\$ 0.44	\$ 0.11	\$ 0.54
Diluted	\$ 0.21	\$ 0.29	\$ 0.50	\$ 0.43	\$ 0.10	\$ 0.54

Average shares outstanding:

Basic	274.5	274.5	274.5	274.6	274.6	274.6
Diluted	283.3	283.3	283.3	283.6	283.6	283.6

(1) Charges are related to restructuring and divestitures.

Newell Rubbermaid Inc.
Proforma Quarterly Income Statements
Restatement to Reflect the Intended Disposition of the Little Tikes Business
September 11, 2006

The company has updated its segment reporting to reflect the intended disposition of the Little Tikes business, previously reported in the Other segment. The schedule below shows these businesses as part of Discontinued Operations.

2005	Q1			Q2			Q3			Q4			Full Year		
	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges
Net Sales	1,203.7	—	1,203.7	1,493.9	—	1,493.9	1,436.6	—	1,436.6	1,583.0	—	1,583.0	5,717.2	—	5,717.2
GROSS MARGIN	338.4	—	338.4	477.1	—	477.1	462.4	—	462.4	480.2	—	480.2	1,758.1	—	1,758.1
SG&A	(255.9)	—	(255.9)	(281.5)	—	(281.5)	(273.0)	—	(273.0)	(307.3)	—	(307.3)	(1,117.7)	—	(1,117.7)
Impairment	—	—	—	(31.4)	31.4	—	25.2	(25.2)	—	5.8	(5.8)	—	(0.4)	0.4	—
Restructuring	(6.5)	—	(6.5)	(0.3)	—	(0.3)	(14.6)	—	(14.6)	(51.2)	51.2	—	(72.6)	51.2	(21.4)
OPERATING INCOME	76.0	—	76.0	163.9	31.4	195.3	200.0	(25.2)	174.8	127.5	45.4	172.9	567.4	51.6	619.0
Non-Operating Expense	(29.0)	—	(29.0)	(33.3)	—	(33.3)	(33.2)	—	(33.2)	(8.5)	—	(8.5)	(104.0)	—	(104.0)
Income Taxes	48.7	—	48.7	(41.9)	(6.9)	(48.8)	(30.2)	5.1	(25.1)	(33.7)	(16.9)	(50.6)	(57.1)	(18.7)	(75.8)
Income from Continuing Operations	95.7	—	95.7	88.7	24.5	113.2	136.6	(20.1)	116.5	85.3	28.5	113.8	406.3	32.9	439.2
Discontinued Operations, net	(59.1)	59.1	—	(22.5)	22.5	—	(65.1)	65.1	—	(8.3)	8.3	—	(155.0)	155.0	—
NET INCOME	36.6	59.1	95.7	66.2	47.0	113.2	71.5	45.0	116.5	77.0	36.8	113.8	251.3	187.9	439.2

EARNINGS PER SHARE FROM CONTINUING OPERATIONS:

Basic	\$ 0.35	\$ —	\$ 0.35	\$ 0.32	\$ 0.09	\$ 0.41	\$ 0.50	\$ (0.07)	\$ 0.42	\$ 0.31	\$ 0.10	\$ 0.41	\$ 1.48	\$ 0.12	\$ 1.60
Diluted	\$ 0.35	\$ —	\$ 0.35	\$ 0.32	\$ 0.09	\$ 0.41	\$ 0.49	\$ (0.07)	\$ 0.42	\$ 0.31	\$ 0.10	\$ 0.41	\$ 1.48	\$ 0.12	\$ 1.60

LOSS PER SHARE FROM DISCONTINUED OPERATIONS:

Basic	\$ (0.22)	\$ 0.22	\$ —	\$ (0.08)	\$ 0.08	\$ —	\$ (0.24)	\$ 0.24	\$ —	\$ (0.03)	\$ 0.03	\$ —	\$ (0.56)	\$ 0.56	\$ —
Diluted	\$ (0.21)	\$ 0.21	\$ —	\$ (0.08)	\$ 0.08	\$ —	\$ (0.23)	\$ 0.23	\$ —	\$ (0.03)	\$ 0.03	\$ —	\$ (0.56)	\$ 0.56	\$ —

EARNINGS PER SHARE:

Basic	\$ 0.13	\$ 0.22	\$ 0.35	\$ 0.24	\$ 0.17	\$ 0.41	\$ 0.26	\$ 0.16	\$ 0.42	\$ 0.28	\$ 0.13	\$ 0.41	\$ 0.92	\$ 0.68	\$ 1.60
Diluted	\$ 0.13	\$ 0.21	\$ 0.35	\$ 0.24	\$ 0.17	\$ 0.41	\$ 0.27	\$ 0.16	\$ 0.42	\$ 0.28	\$ 0.13	\$ 0.41	\$ 0.91	\$ 0.68	\$ 1.60

Average shares outstanding:

Basic	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4
Diluted	274.9	274.9	274.9	274.7	274.7	274.7	283.3	283.3	283.3	274.9	274.9	274.9	274.9	274.9	274.9

(1) Charges are related to restructuring, asset impairment and divestitures.

Newell Rubbermaid
Proforma Quarterly Income Statements
Restatement to Reflect the Intended Disposition of the Little Tikes Business
September 11, 2006

The company has updated its segment reporting to reflect the intended disposition of the Little Tikes business, previously reported in the Other segment. The schedule below shows these businesses as part of Discontinued Operations.

2004	Q1			Q2			Q3			Q4			Full Year		
	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges	Reported	Charges (1)	Excluding Charges
Net Sales	1,275.9	—	1,275.9	1,491.1	—	1,491.1	1,418.6	—	1,418.6	1,521.5	—	1,521.5	5,707.1	—	5,707.1
GROSS MARGIN	350.4	3.2	353.6	436.7	7.3	444.0	409.3	—	409.3	460.1	—	460.1	1,656.5	10.5	1,667.0
SG&A	(252.1)	—	(252.1)	(271.6)	1.5	(270.1)	(253.9)	—	(253.9)	(272.5)	—	(272.5)	(1,050.1)	1.5	(1,048.6)
Impairment	—	—	—	(19.4)	19.4	—	(244.6)	244.6	—	—	—	—	(264.0)	264.0	—
Restructuring	(6.6)	6.6	—	(14.1)	14.1	—	(0.4)	0.4	—	(7.1)	7.1	—	(28.2)	28.2	—
OPERATING INCOME	91.7	9.8	101.5	131.6	42.3	173.9	(89.6)	245.0	155.4	180.5	7.1	187.6	314.2	304.2	618.4
Non Operating Expense	(33.3)	—	(33.3)	(31.2)	—	(31.2)	(29.1)	—	(29.1)	(22.7)	—	(22.7)	(116.3)	—	(116.3)
Income Taxes	(18.6)	(5.5)	(24.1)	(13.0)	(17.5)	(30.5)	(19.5)	(16.1)	(35.6)	(41.9)	(1.6)	(43.5)	(92.9)	(40.7)	(133.7)
Income from Continuing Operations	39.8	4.3	44.1	87.4	24.8	112.2	(138.2)	228.9	90.7	115.9	5.5	121.4	105.0	263.5	368.4
Discontinued Operations	(114.7)	114.7	—	(26.4)	26.4	—	(88.2)	88.2	—	8.2	(8.2)	—	(221.1)	221.1	—
NET (LOSS) INCOME	(74.9)	119.0	44.1	61.0	51.2	112.2	(226.4)	317.1	90.7	124.1	(2.7)	121.4	(116.1)	484.6	368.4

**EARNINGS
(LOSS) PER SHARE
FROM**

CONTINUING OPERATIONS:																
Basic	\$ 0.15	\$ 0.02	\$ 0.16	\$ 0.32	\$ 0.09	\$ 0.41	\$ (0.50)	\$ 0.83	\$ 0.33	\$ 0.42	\$ 0.02	\$ 0.44	\$ 0.38	\$ 0.96	\$ 1.34	
Diluted	\$ 0.14	\$ 0.02	\$ 0.16	\$ 0.32	\$ 0.09	\$ 0.41	\$ (0.50)	\$ 0.83	\$ 0.33	\$ 0.42	\$ 0.02	\$ 0.44	\$ 0.38	\$ 0.96	\$ 1.34	

**LOSS PER SHARE
FROM**

DISCONTINUED OPERATIONS:																
Basic	\$ (0.42)	\$ 0.42	\$ —	\$ (0.10)	\$ 0.10	\$ —	\$ (0.32)	\$ 0.32	\$ —	\$ 0.03	\$ (0.03)	\$ —	\$ (0.81)	\$ 0.81	\$ —	
Diluted	\$ (0.42)	\$ 0.42	\$ —	\$ (0.10)	\$ 0.10	\$ —	\$ (0.32)	\$ 0.32	\$ —	\$ 0.03	\$ (0.03)	\$ —	\$ (0.80)	\$ 0.80	\$ —	

**(LOSS) EARNINGS
PER SHARE:**

Basic	\$ (0.27)	\$ 0.43	\$ 0.16	\$ 0.22	\$ 0.19	\$ 0.41	\$ (0.83)	\$ 1.16	\$ 0.33	\$ 0.45	\$ (0.01)	\$ 0.44	\$ (0.42)	\$ 1.77	\$ 1.34
Diluted	\$ (0.27)	\$ 0.43	\$ 0.16	\$ 0.22	\$ 0.19	\$ 0.41	\$ (0.83)	\$ 1.16	\$ 0.33	\$ 0.45	\$ (0.01)	\$ 0.44	\$ (0.42)	\$ 1.76	\$ 1.34

Average shares outstanding:																
Basic	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	274.4	
Diluted	274.5	274.5	274.5	274.5	274.5	274.5	274.4	274.4	274.4	283.5	283.5	283.5	274.7	274.7	274.7	

(1) Charges are primarily related to restructuring, asset impairment, product line exits, acquisitions and divestitures