

NEWELL RUBBERMAID INC  
Form 8-K  
March 17, 2011

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**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): 03/14/2011**

**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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(d) On March 14, 2011, the Board of Directors of Newell Rubbermaid Inc. (the "Company") elected Kevin C. Conroy to serve as a Class III director of the Company.

As a non-employee director, Mr. Conroy will receive an annual retainer of \$100,000 and is eligible to participate in the Company's 2008 Deferred Compensation Plan under which he may defer up to 100% of his fees. Non-employee directors also receive an annual restricted stock unit award valued at \$100,000, with the number of restricted stock units determined by the fair market value of a share of the Company's common stock on the date of grant. The restricted stock unit award is typically made in May of each year and vests on the first anniversary of the date of grant. A copy of the press release issued by the Company announcing the election of Mr. Conroy to the Board of Directors is furnished herewith as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits.

Exhibit

Number	Description
99.1	Press Release dated March 17, 2011.

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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: March 17, 2011

By: /s/ John K. Stipancich

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

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press Release dated March 17, 2011