

Edgar Filing: RAYOVAC CORP - Form 3

RAYOVAC CORP  
 Form 3  
 December 03, 2001  
 FORM 3

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

OMB APPROVAL
OMB NUMBER: 3235-0104
EXPIRES:
DECEMBER 31, 2001
ESTIMATED AVERAGE
BURDEN HOURS
PER RESPONSE..... 0.5

INITIAL STATEMENT OF  
 BENEFICIAL OWNERSHIP OF SECURITIES

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(f) of the Investment  
 Company Act of 1940

1. Name and Address of Reporting Person

Cheeseman	Paul	G.
(Last)	(First)	(Middle)
c/o Rayovac Corporation, 601 Rayovac Drive		
(Street)		
Madison	Wisconsin	53711
(City)	(State)	(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

11/26/2001

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

Not required.

4. Issuer Name and Ticker or Trading Symbol

Rayovac Corporation (ROV)

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

- Director
  - 10% Owner
  - Officer (give title below)
  - Other (specify title below)
- Senior Vice President of Technology

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

7. Individual or Joint/Group Filing (Check Applicable Line)

- Form filed by One Reporting Person
- Form filed by More than One Reporting Person

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TABLE I - NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
No securities owned.			

TABLE II - DERIVATIVE SECURITIES BENEFICIALLY OWNED  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)

(a) Employee Stock Option (Right to Buy)

(b) Employee Stock Option (Right to Buy)

(c) Employee Stock Option (Right to Buy)

(d) Employee Stock Option (Right to Buy)

(e) Employee Stock Option (Right to Buy)

(f) Employee Stock Option (Right to Buy)

(g) Employee Stock Option (Right to Buy)

(h) Employee Stock Option (Right to Buy)

(i) Employee Stock Option (Right to Buy)

2. Date Exercisable and Expiration Date (Month/Day/Year)

	Date Exercisable	Expiration Date
(a)	See Footnote 1	06/15/2008
(b)	Immediately	06/15/2008
(c)	See Footnote 2	06/15/2008
(d)	Immediately	06/15/2008
(e)	See Footnote 3	10/01/2009

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(f)	Immediately	10/01/2009
(g)	See Footnote 4	10/01/2010
(h)	See Footnote 5	10/01/2011
(i)	See Footnote 6	10/01/2011

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

	Title	Amount or Number of Shares
(a)	Common Stock, par value \$.01 per share	12,500
(b)	Common Stock, par value \$.01 per share	7,813
(c)	Common Stock, par value \$.01 per share	12,500
(d)	Common Stock, par value \$.01 per share	9,375
(e)	Common Stock, par value \$.01 per share	2,500
(f)	Common Stock, par value \$.01 per share	625
(g)	Common Stock, par value \$.01 per share	10,000
(h)	Common Stock, par value \$.01 per share	6,000
(i)	Common Stock, par value \$.01 per share	12,500

4. Conversion or Exercise Price of Derivative Security

(a)	\$21.25
(b)	\$21.25
(c)	\$21.25
(d)	\$21.25
(e)	\$21.63
(f)	\$21.63
(g)	\$14.50
(h)	\$14.50
(i)	\$14.50

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)  
(Instr. 5)

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(a) D

(b) D

(c) D

(d) D

(e) D

(f) D

(g) D

(h) D

(i) D

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Not applicable.

EXPLANATION OF RESPONSES:

(1) The option, granted under the 1997 Plan, vests and becomes exercisable in equal annual installments over a four-year period that commenced June 15, 1998.

(2) The option, granted under the 1996 Plan, vests and becomes exercisable in equal annual installments over a four-year period that commenced June 15, 1998.

(3) The option vests and becomes exercisable in equal annual installments over a four-year period that commenced October 1, 1999. \

(4) The option vests and becomes exercisable in equal annual installments over a three-year period that commenced November 7, 2000.

(5) The option, granted under the 1997 Plan, vests and becomes exercisable in equal annual installments over a three-year period that commenced October 1, 2001. (6) The option, granted under the [ ] Plan, vests and becomes exercisable in equal annual installments over a three-year period that commenced October 1, 2001.

November 30, 2001

\*\* SIGNATURE OF REPORTING PERSON

DATE

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\*\* 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.  
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.  
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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and  
appoints James T. Lucke his true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the  
undersigned's capacity as an officer/director of Rayovac Corporation (the  
"Company"), any and all Forms 3, 4 and 5 required to be filed by the  
undersigned in accordance with Section 16(a) of the Securities Exchange Act  
of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the  
undersigned which may be necessary or desirable to complete and execute any  
such Form 3, 4 or 5 and timely file such form with the United States  
Securities and Exchange Commission and any stock exchange or similar  
authority; and

(3) take any other action of any type whatsoever in connection with  
the foregoing which, in the opinion of such attorney-in-fact, may be of  
benefit to, in the best interest of, or legally required by, the  
undersigned, it being understood that the documents executed by such  
attorney-in-fact on behalf of the undersigned, pursuant to this Power of  
Attorney, shall be in such form and shall contain such terms and conditions  
as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and  
authority to do and perform all and every act and thing whatsoever  
requisite, necessary, and proper to be done in the exercise of any of the  
rights and powers herein granted, as fully to all intents and purposes as  
the undersigned might or could do if personally present, with full power of  
substitution or revocation, hereby ratifying and confirming all that such  
attorney-in-fact, or his substitute or substitutes, shall lawfully do or  
cause to be done by virtue of this Power of Attorney and the rights and  
powers herein granted. The undersigned acknowledges that no such  
attorney-in-fact, in serving in such capacity at the request of the  
undersigned, is hereby assuming, nor is the Company hereby assuming, any of  
the undersigned's responsibilities to comply with Section 16 of the  
Securities Exchange Act of 1934. This Power of Attorney shall remain in  
full force and effect until the undersigned is no longer required to file  
Forms 3, 4 and 5 with respect to the undersigned's holdings of and  
transactions in securities issued by the Company, unless earlier revoked by

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the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30th day of November, 2001.

/s/ Paul G. Cheeseman

\_\_\_\_\_  
Signature

Paul G. Cheeseman

\_\_\_\_\_  
Print or type name