

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

See Footnote (2)

9/12/2006

Date Exercisable

Expiration Date

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

Common Stock, par value \$.01 per share

113,947

Title

Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

\$4.39

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

(D)

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

Not applicable.

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EXPLANATION OF RESPONSES:

(1) The reporting person's son held 1,000 shares and the reporting person held an aggregate of 2,000 shares as custodian for the benefit of his children. The reporting person also held 12,134 shares through the Rayovac Corporation Deferred Compensation Trust.

(2) 56,973 options are exercisable at a rate of 20% per year over a five-year period and 56,974 options are exercisable at the end of ten years with accelerated vesting over the next five fiscal years based upon the Company's achievement of certain performance goals.

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

November 14, 2000

** SIGNATURE OF REPORTING PERSON

DATE

** INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. SEE 18 U.S.C. 1001 AND 15 U.S.C. 78ff(a).

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