

RASP ROBERT J
Form 4
November 07, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
RASP ROBERT J

2. Issuer Name and Ticker or Trading Symbol
WATER PIK TECHNOLOGIES INC [PIK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
23 CORPORATE PLAZA, SUITE 246

3. Date of Earliest Transaction (Month/Day/Year)
11/03/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP & General Manager - PPHS

(Street)
NEWPORT BEACH, CA 92660

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	11/03/2005		A	8,000 (1)	A 67,561 (3)	D	
Common Stock					1,148	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RASP ROBERT J 23 CORPORATE PLAZA SUITE 246 NEWPORT BEACH, CA 92660			VP & General Manager - PPHS	

Signatures

/s/ Robert J. Rasp, by Richard D. Tipton pursuant to Power of Attorney previously filed with the SEC

11/07/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Restricted Common Stock issued pursuant to Water Pik Technologies, Inc. 1999 Incentive Plan, as amended. Restrictions to be removed 25% per year on anniversary of date of grant over four years.
- (2) There is no purchase or sale price corresponding to a grant of restricted stock. The restricted stock is not valued until the restrictions are removed.

The reported securities include 23,650 stock units that were converted on 11/26/04 from restricted stock granted to the Reporting Person under the terms of the Water Pik Technologies, Inc. 1999 Incentive Plan. Each unit is equivalent to one share of common stock and shall be vested in accordance with the same terms and conditions contained in the applicable restricted stock award agreement. Vested stock in the Reporting Person's stock unit account shall only be distributed in the form of common stock upon the occurrence of certain events as specified in the 1999 Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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