

FALCONE PHILIP  
Form 4  
June 05, 2006

**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 \*  
HARBINGER CAPITAL  
PARTNERS MASTER FUND I,  
LTD.

(Last) (First) (Middle)

C/O INTERNATIONAL FUND  
SERVICES, THIRD FL BISHOP  
SQUARE REDMONDS HILL

(Street)

DUBLIN IRELAND, L2 00000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
APPLICA INC [APN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/01/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

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

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 06/01/2006                           |  | P                              |   | 28,800  | A  | \$ 4.23   |
|                                 |                                      |  |                                |   |   |  | 6,197,700 <sup>(1)</sup>                              |
| Common Stock                    | 06/01/2006                           |  | P                              |   | 0   | A  | \$ 0  |
|                                 |                                      |  |                                |   |   |  | 6,197,700 <sup>(2)</sup>                              |
|                                 | 06/02/2006                           |  | P                              |   | 1,234,000   | A  | \$ 4.3  |
|                                 |                                      |  |                                |   |   |  | 7,431,700 <sup>(1)</sup>                              |

By  
Harbinger  
Capital  
Partners  
Master  
Fund I,  
Ltd.

Common  
Stock

Common Stock 06/02/2006 P 0 A \$ 0 7,431,700 <sup>(2)</sup> I

By  
Harbinger  
Capital  
Partners  
Master  
Fund I,  
Ltd.

Common Stock 06/02/2006 P 71,100 A \$ 4.55 7,502,800 <sup>(1)</sup> D

Common Stock 06/02/2006 P 0 A \$ 0 7,502,800 <sup>(2)</sup> I

By  
Harbinger  
Capital  
Partners  
Master  
Fund I,  
Ltd.

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

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(9-02)

**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 Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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

|   |   |
|---|---|
| HARBINGER CAPITAL PARTNERS MASTER FUND I, LTD.<br>C/O INTERNATIONAL FUND SERVICES<br>THIRD FL BISHOP SQUARE REDMONDS HILL<br>DUBLIN IRELAND, L2 00000 | X |
| HARBINGER CAPITAL PARTNERS OFFSHORE MANAGER, L.L.C.<br>ONE RIVERCHASE PARKWAY SOUTH<br>BIRMINGHAM, AL 35244   | X |
| HMC INVESTORS, L.L.C.<br>ONE RIVERCHASE PARKWAY SOUTH<br>BIRMINGHAM, AL 35244   | X |
| HARBERT MANAGEMENT CORP<br>ONE RIVERCHASE PARKWAY SOUTH<br>BIRMINGHAM, AL 35244   | X |
| FALCONE PHILIP<br>555 MADISON AVE<br>16TH FLOOR<br>NEW YORK, NY 10022   | X |
| HARBERT RAYMOND J<br>ONE RIVERCHASE PARKWAY SOUTH<br>BIRMINGHAM, AL 35244   | X |
| LUCE MICHAEL D<br>ONE RIVERCHASE PARKWAY SOUTH<br>BIRMINGHAM, AL 35244  | X |

## Signatures

|  |            |
|--|------------|
| Harbinger Capital Partners Master Fund I, Ltd., By: Harbinger Capital Partners Offshore<br>Manager, L.L.C., By: HMC Investors, L.L.C., Managing Member, By: /s/ Joel B. Piassick | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| Harbinger Capital Partners Offshore Manager, L.L.C., By: HMC Investors, L.L.C., Managing<br>Member, By: /s/ Joel Piassick  | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| HMC Investors, L.L.C., By: /s/ Joel Piassick   | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| Harbert Management Corporation, By: /s/ Joel Piassick  | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| /s/ Philip Falcone   | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| /s/ Raymond J. Harbert   | 06/05/2006 |
| __Signature of Reporting Person  | Date       |
| /s/ Michael D. Luce  | 06/05/2006 |
| __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) These securities are owned by Harbinger Capital Partners Master Fund I, Ltd. (the "Master Fund"), which is a Reporting Person.

These securities may be deemed to be beneficially owned by Harbinger Capital Partners Offshore Manager, L.L.C. ("Harbinger Management"), the investment manager of the Master Fund, HMC Investors, L.L.C., its managing member ("HMC Investors"), Harbert Management Corporation ("HMC"), the managing member of HMC Investors, Philip Falcone, a member of HMC and the portfolio

(2) manager of the Master Fund, Raymond J. Harbert, a member of HMC, and Michael D. Luce, a member of HMC. Each such Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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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