

RASP ROBERT J
Form 4
November 30, 2004

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/26/2004

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

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 | 11/26/2004 | | J ⁽²⁾ | 23,650 <u>(1)</u> | D <u>(3)</u> 35,911 | D | |
| Common Stock | 11/26/2004 | | A ⁽²⁾ | 23,650 <u>(1)</u> | A <u>(3)</u> 59,561 | 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 (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 |
| 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 SEC

11/30/2004

__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) Non-market transaction.

Pursuant to the terms of the Water Pik Technologies Inc. 1999 Incentive Plan, the Reporting Person irrevocably elected to defer receipt of 23,650 shares of restricted stock previously granted to him and receive a credit under his stock unit account of an equivalent number of stock units. As a result, the shares of restricted stock have been transferred to the Company and cancelled. The stock units credited to the Reporting Person's stock unit account shall be vested in accordance with the same terms and conditions contained in the applicable restricted stock award agreement. Vested stock units 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.

(3) There is no price related to this transaction. See footnote 2 for details.

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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