

RASP ROBERT J
Form 4
November 30, 2004

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)
11/26/2004

____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/26/2004		<u>J</u> ⁽²⁾	<u>23,650</u> <u>(1)</u>	D <u>(3)</u> 35,911	D	
Common Stock	11/26/2004		<u>A</u> ⁽²⁾	<u>23,650</u> <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 Following the Reported Transaction (Instr. 10)
				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.

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.