

APPLICA INC

Form 4

January 25, 2007

**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  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SUGRUE PAUL

(Last) (First) (Middle)

3633 FLAMINGO ROAD

(Street)

MIRAMAR, FL 33027

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/23/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ 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)
Common Stock, par value \$0.10 per share	01/23/2007		D <sup>(1)</sup>	2,160 D (A) or (D)	\$ 0 (1) 0	D	

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  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

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

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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. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 2.86	01/23/2007		D <sup>(2)</sup>		1,500		06/01/2006	06/01/2015	Common Stock	1,500
Option (right to buy)	\$ 4.1	01/23/2007		D <sup>(2)</sup>		1,500		06/01/2007	06/01/2016	Common Stock	1,500
Option (right to buy)	\$ 6.1	01/23/2007		D <sup>(2)</sup>		1,500		06/01/2004	06/01/2013	Common Stock	1,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUGRUE PAUL 3633 FLAMINGO ROAD MIRAMAR, FL 33027	X			

## Signatures

/s/ Paul K. Sugrue 01/24/2007

Signature of \_\_\_\_\_ Date \_\_\_\_\_  
Reporting Person

### 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).
- Pursuant to the terms of the Agreement and Plan of Merger dated October 19, 2006, as subsequently amended, between Applica
- (1) Incorporated and affiliates of Harbinger Capital Partners, at the effective time of the merger contemplated therein, each outstanding share of Applica common stock was cancelled and converted into the right to receive \$8.25 in cash, without interest.
- Pursuant to the terms of the Merger Agreement, at the effective time of the merger, each stock option to purchase shares of Applica
- (2) common stock that was outstanding and unexercised immediately prior to the effective time of the merger, whether or not vested, was cancelled and converted into the right to receive an amount in cash equal to the excess, if any, of \$8.25 over the exercise price per share of such stock option.
- (3)

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This option was granted pursuant to the issuer's stock option plan, which complies with the requirements for exemption set forth in Rule 16b-3 of the Securities Exchange Act of 1934.

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.