U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
ANNUAL STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment

OMB APPROVAL

OMB NUMBER: 3235-0362

|EXPIRES:

| DECEMBER 31, 2001 |ESTIMATED AVERAGE

BURDEN HOURS

PER RESPONSE.....1.0

|  | Company Ac                                      | t of 1940                                      |  |  |  |  |
|--|---|--|--|--|--|--|
| 1.   | Name and Address of Re                          |  |  |  |  |  |
|  | Hussey  | Kent   | J.                                     |  |  |  |
|  | (Last)  | (First)  | (Middle)                               |  |  |  |
| c/o Rayovac Corporation, 601 Rayovac Drive |   |  |  |  |  |  |
|  |   | (Street)                                       |  |  |  |  |
|  | Madison   | Wisconsin                                      | 53711                                  |  |  |  |
|  | (City)  | (State)  | (Zip)                                  |  |  |  |
| -<br>2.                                    | Issuer Name and Ticker                          | or Trading Symbol                              |  |  |  |  |
| _  | Rayovac Corporation (R                          |  |  |  |  |  |
| 3.   | IRS or Social Security                          | Number of Reporting Pers                       | on, if an entity (Voluntary)           |  |  |  |
| -<br>4.                                    | Statement of Month/Yea                          | r  |  |  |  |  |
| _  | 9/30/2000                                       |  |  |  |  |  |
| 5.   | If amendment, Date of                           | Original (Month/Year)                          |  |  |  |  |
| -<br>6.                                    | Relationship of Report<br>X Director            | ing Person(s) to Issuer (                      | Check all applicable)<br>10% Owner     |  |  |  |
|  | X Officer (give titl                            | e below)                                       | Other (specify below)                  |  |  |  |
|  | President and C                                 | hief Operating Officer                         |  |  |  |  |
| 7.   | Individual or Joint/Gr<br>X Form Filed by One R | oup Reporting (check appl<br>eporting Person   | icable line)                           |  |  |  |
|  | Form Filed by More                              | than one Reporting Person                      |  |  |  |  |
| ==   |   | ======================================         | ====================================== |  |  |  |
| Ia   | Beneficially Ow                                 | Securities Acquired, Disp<br>ned               | osed of, of                            |  |  |  |
| 1.   | Title of Security (Ins                          | tr. 3)   |  |  |  |  |
| _  |   | value \$.01 per share<br>value \$.01 per share |  |  |  |  |
| 2.   | Transaction Date (Mont                          |  |  |  |  |  |
|  |   |  |  |  |  |  |
| _  | A. 9/22/1998<br>B. 9/22/1998                    |  |  |  |  |  |
| -<br>3.                                    | B. 9/22/1998                                    |  |  |  |  |  |
| 3.   | B. 9/22/1998                                    |  |  |  |  |  |
| -<br>3.                                    | B. 9/22/1998  Transaction Code (Inst A. M B. F  | r. 8)  |  |  |  |  |

A. (A)

B. (D)

A. \$4.39

B. \$16.63

A. 34,141 shares

B. 9,141 shares

|            | Amount   | (A) or (D)                   | Price                  |  |  |
|------------|--|------------------------------|------------------------|--|--|
| -<br>5.    | Amount of Securities Ber<br>(Instr. 3 and 4)   | neficially Owned at end of I | ssuer's Fiscal Year    |  |  |
|            | 35,443   |                              |                        |  |  |
| 6.         | Ownership Form: Direct (   | (D) or Indirect (I) (Instr.  | 4)                     |  |  |
| _          | 26,992 (D); 8,451 (I)  |                              |                        |  |  |
| 7.         |  | ficial Ownership (Instr. 4)  |                        |  |  |
| -          | See Footnote (1)   |                              |                        |  |  |
| ==:<br>TAI |  | rities, Acquired, Disposed o |                        |  |  |
|            | securities)  | .s, carrs, warrants, operons | , convertible          |  |  |
| 1.         | Title of Derivative Secu<br>A. Employee Stock Option<br>B. Employee Stock Option             | on (Right to Buy)            |                        |  |  |
| 2.         | Conversion of Exercise Price of Derivative Security<br>A. \$4.39<br>B. \$21.63               |                              |                        |  |  |
| 3.         | Transaction Date (Month/<br>A. 9/22/1998<br>B. 10/1/1999                                     | /Day/Year)                   |                        |  |  |
| 4.         | Transaction Code (Instr.<br>A. M<br>B. A   | 8)                           |                        |  |  |
| -<br>5.    | Number of Derivative Sec<br>3, 4 and 5)<br>A. Exercised option to<br>B. Granted option to pu |                              | sposed of (D) (Instr.  |  |  |
|            | (A)  |                              | (D)                    |  |  |
| -<br>6.    |  | (2) B.                       | 10/1/2006<br>10/1/2009 |  |  |
|            | Date Exercisable   | e Exp                        | piration Date          |  |  |
| -<br>7.    |  | erlying Securities (Instr. 3 |                        |  |  |
|            | A. Common Stock<br>B. Common Stock   | A. 34,<br>B. 40,             |                        |  |  |
|            | Title  | Amount or                    | Number of Shares       |  |  |
|            | Price of Derivative Secu   | urity (Instr. 4)             |                        |  |  |
|            | Number of Derivative Sec<br>(Instr. 4)<br>A. 79,806<br>B. 40,000                             | curities Beneficially Owned  | at End of Year         |  |  |
|            | . Ownership of Derivative A. (D) B. (D)  | e Security: Direct (D) or In |                        |  |  |
| -<br>11    |  | eficial Ownership (Instr. 4) |                        |  |  |

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## **EXPLANATION OF RESPONSES:**

- (1) The reporting person's spouse holds 4,443 shares and the reporting person's brother holds 3,000 shares as guardian for the reporting person's daughter. The reporting person also hold 1,008 shares through the Rayovac 401(k) Retirement Savings Plan.
- (2) The option vests and becomes exercisable in equal annual installments over a three-year period.

| /s/ | James T. L | ucke, as | attorney-in-fact | November 14, | 2000 |
|-----|------------|----------|------------------|--------------|------|
|     |            |          | TING PERSON      | DATE         |      |

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

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

Potential persons who are to respond to the collection of information contained in this form are nor required to respond unless the form displays a currently valid OMB number.

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## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints James T. Lucke his true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer/director of Rayovac Corporation (the "Company"), any and all Forms 3, 4 and 5 required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in- fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 7th day of November, 2000.

/s/ Kent J. Hussey
Signature
Kent J. Hussey
Print or type name