

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Rayovac Corporation

(Exact name of registrant as specified in its charter)

Wisconsin

(State of incorporation
or organization)

22-2423556

(I.R.S. Employer
Identification No.)

601 Rayovac Drive
Madison, Wisconsin

(Address of principal
executive offices)

53711-2497

(Zip Code)

Securities to be registered pursuant
to Section 12(b) of the Act:

Title of each class
to be so registered

Common Stock, par
value \$.01

Name of each exchange on which
each class is to be registered

The New York Stock Exchange, Inc.

If this form relates to the registration of a class of securities
pursuant to Section 12(b) of the Exchange Act and is effective pursuant
to General Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities
pursuant to Section 12(g) of the Exchange Act and is effective pursuant
to General Instruction A.(d), check the following box. []

Securities Act registration statement file
number to which this form relates:

333-35181

Securities to be registered pursuant to
Section 12(g) of the Act:

None

(Title of class)

Item 1. Description of Registrant's Securities to be
Registered

Capital Stock

The information required by Item 202 of Regulation S-K is provided under the heading "Description of Capital Stock" in the Registrant's Registration Statement on Form S-1 (Registration No. 333-35181), as initially filed with the Securities and Exchange Commission on September 8, 1997, and as amended on October 31, 1997 and November 17, 1997 (as so amended, the "Registration Statement"). Such portion of the Registration Statement is hereby incorporated by reference and made part hereof.

Item 2. Exhibits

Exhibits are filed with the New York Stock Exchange, Inc. pursuant to Instruction II of Form 8-A or are a part of the Company's Registration Statement on Form S-1.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

RAYOVAC CORPORATION

By: /s/ James A. Broderick

Name: James A. Broderick
Title: Vice President, General
Counsel and Secretary

Dated: November 13, 1997