

Sprick Jeffery W
Form 4/A
December 20, 2006

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sprick Jeffery W

2. Issuer Name **and** Ticker or Trading
Symbol
Mueller Water Products, Inc.
[MWA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1200 ABERNATHY ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
CFO & Chief Accounting Officer

ATLANTA, GA 30328

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/19/2006

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(A) or (D)	Price
Series A Common Stock ⁽¹⁾	12/15/2006		A ⁽¹⁾		16,433	A	\$ 0 113,074
						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
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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. Fair Value of Derivative Security (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 3.66	12/15/2006		A		6,802		<u>(2)</u>	12/15/2016	Series A Common Stock	6,802
Stock Option (right to buy)	\$ 11.96	12/15/2006		A		3,434		<u>(3)</u>	12/15/2016	Series A Common Stock	3,434
Stock Option (right to buy)	\$ 15.39	12/15/2006		A		2,283		<u>(4)</u>	12/15/2016	Series A Common Stock	2,283
Stock Option (right to buy)	\$ 20.56	12/15/2006		A		5,629		<u>(5)</u>	12/15/2016	Series A Common Stock	5,629

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sprick Jeffery W 1200 ABERNATHY ROAD ATLANTA, GA 30328			CFO & Chief Accounting Officer	

Signatures

MaryLiz A. Geffert, Attorney-In-Fact for Jeffery W. Sprick

12/20/2006

****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)

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Securities are in the form of restricted stock units granted under the Mueller Water Products, Inc. 2006 Stock Incentive Plan to replace restricted stock units for Walter Industries, Inc. common stock held by the Reporting Person prior to the spin-off of Mueller Water Products by Walter Industries.

- (2) The stock options, granted under the Mueller Water Products, Inc. 2006 Stock Incentive Plan, have vested or will vest as follows: options for 3,401 shares have vested; and options for 3,401 shares will vest on February 19, 2007. The options were granted to replace options for Walter Industries, Inc. common stock held by the Reporting Person prior to the spin-off of Mueller Water Products by Walter Industries.

- (3) The stock options, granted under the Mueller Water Products, Inc. 2006 Stock Incentive Plan, have vested or will vest as follows: options for 1,147 shares vested; the balance of these options will vest 1/2 on February 25, 2007 and 1/2 on February 25, 2008. The options were granted to replace options for Walter Industries, Inc. common stock held by the Reporting Person prior to the spin-off of Mueller Water Products by Walter Industries.

- (4) The stock options, granted under the Mueller Water Products, Inc. 2006 Stock Incentive Plan, have vested or will vest as follows: options for 761 shares vested on December 16, 2006; the balance of these options will vest 1/2 on December 16, 2007 and 1/2 on December 16, 2008. The options were granted to replace options for Walter Industries, Inc. common stock held by the Reporting Person prior to the spin-off of Mueller Water Products by Walter Industries.

- (5) The stock options, granted under the Mueller Water Products, Inc. 2006 Stock Incentive Plan, will vest in three (3) equal, annual installments on each of February 22, 2007, February 22, 2008 and February 22, 2009. The options were granted to replace options for Walter Industries, Inc. common stock held by the Reporting Person prior to the spin-off of Mueller Water Products by Walter Industries.

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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