

WATER PIK TECHNOLOGIES INC  
Form S-8 POS  
March 22, 2002

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Registration No. 333-96451

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**POST-EFFECTIVE AMENDMENT NO. 2  
TO  
FORM S-8**

**REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**WATER PIK TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**25-1843384**  
(I.R.S. Employer  
Identification No.)

**23 Corporate Plaza, Suite 246  
Newport Beach, California 92660**  
(Address of principal executive offices, including zip code)

**TELEDYNE, INC. 401(k) PLAN**  
(Full title of the plan)

**Richard D. Tipton**  
**Vice President, General Counsel & Secretary**  
**Water Pik Technologies, Inc.**  
**23 Corporate Plaza, Suite 246**  
**Newport Beach, California 92660**  
(Name and address of agent for service)

**(949) 719-3700**  
(Telephone number, including area code, of agent for service)

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**EXPLANATORY NOTE**

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This Post-Effective Amendment No. 2 to the Registration Statement on Form S-8 (File No. 333-96451) is filed in accordance with Rule 462(d) under the Securities Act of 1933, as amended, to add an exhibit to the Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 which was filed with the Securities and Exchange Commission ("SEC") on August 17, 2000, which amended the Registration Statement on Form S-8 (File No. 333-96451) which was filed with the SEC on February 9, 2000.

## PART II

### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

#### ITEM 8. EXHIBITS

The following exhibit is filed herewith:

Exhibit No.	Description
23.1	Consent of Ernst & Young LLP, Independent Auditors 2

### SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 2 to the Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Newport Beach, State of California, on this 18th day of March, 2002.

WATER PIK TECHNOLOGIES, INC.

By: /s/ MICHAEL P. HOOPIS

Michael P. Hoopis  
*President and Chief Executive Officer*

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-8 has been signed by the following persons in the capacities and on the date(s) indicated:

Signature	Capacity	Date
/s/ MICHAEL P. HOOPIS _____ Michael P. Hoopis	President and Chief Executive Officer (Principal Executive Officer) and Director	March 18, 2002
/s/ VICTOR C. STREUFERT _____ Victor C. Streufert	Vice President Finance and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	March 18, 2002
/s/ ROBERT P. BOZZONE _____ Robert P. Bozzone	Director	March 18, 2002
/s/ F. PETER CUNEO _____ F. Peter Cuneo	Director	March 18, 2002

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Signature	Capacity	Date
<hr/> <hr/> F. Peter Cuneo <i>/s/ W. CRAIG MCCLELLAND</i>	Director	March 18, 2002
W. Craig McClelland <i>/s/ WILLIAM G. OUCHI</i>	Director	March 18, 2002
William G. Ouchi <i>/s/ CHARLES J. QUEENAN, JR.</i>	Director	March 18, 2002
Charles J. Queenan, Jr. <i>/s/ JAMES E. ROHR</i>	Director	March 18, 2002
James E. Rohr		

Pursuant to the requirements of the Securities Act of 1933, Water Pik Technologies, Inc. has duly caused this Post-Effective Amendment No. 2 to the Registration Statement on Form S-8 to be signed on its behalf as an administrator of the Teledyne, Inc. 401(k) Plan by the undersigned, thereunto duly authorized, in the City of Newport Beach, State of California, on March 18, 2002.

WATER PIK TECHNOLOGIES, INC. ADMINISTRATOR

By: */s/ VICTOR C. STREUFERT*

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Victor C. Streufert  
*Vice President Finance & Chief Financial Officer*

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**Index to Exhibits**

Exhibit No.	Description
23.1	Consent of Ernst & Young LLP, Independent Auditors

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