

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

EXCHANGE

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Iss	suer Nam	e and T	Гіс	ker or	Гrа	ding Sy	ymbol	5. Relation (Check all			Person(s)	to Issuer
TAUFEN LESTER J		TTS W			S INC	[\	WTS]	Directo	or	_	10% O	wner
(Last) (First) (Middle)	3. Da	3. Date of Earliest Transaction (MM/DD/YYYY)			X Office below) General (cer (give title below) Other (specify			r (specify				
C/O WATTS WATER TECHNOLOGIES, INC., 815 CHESTNUT STREET			2/1	10/	/2006				General	Journsei			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)				6. Individual or Joint/Group Filing (Check Applicable Line)							
NORTH ANDOVER, MA 08145 (City) (State) (Zip)											Reporting Per han One Rep		n
Table I - Non-l	Derivati	ve Securi	ities Ac	cqı	uired, I	Disp	posed o	of, or H	Beneficially	y Owned			
1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	ted Code (A) (D)			A) or Disposed of Follow		ount of Securities Beneficially Owned ring Reported Transaction(s) 3 and 4)			Ownership Form: Direct (D)	Beneficial Ownership	
			Code	v	Amount	or (D)						(I) (Instr. 4)	
Class A Common Stock	2/10/2006		A		4645	.5 A	\$23.34		33161 (1)		D		
Class A Common Stock								4950		I	The shares are held by Mr. Taufen's wife.		
Table II - Derivative Securiti	es Benef	ficially O	wned ((e.	<i>g</i> . , put	ts, c	alls, w	arran	ts, options,	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security 3. Trans. Date Execution Date, if any 3. Deemed Date, if any		5. Number of Derivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date			7. Title and Amour Securities Underly Derivative Security (Instr. 3 and 4)		nt of ring		9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Ownership (Instr. 4) ect
Со	de V (A	(D)	Date Exercisa	able	Expirati Date	ion ,		nount or l ares	Number of		Transaction (s) (Instr. 4)	4)	

Explanation of Responses:

(1) Includes 19,968 shares of Class A Common Stock issuable following the settlement of restricted stock units.

Reporting Owners

Reporting Owners							
Paparting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
TAUFEN LESTER J C/O WATTS WATER TECHNOLOGIES, INC.			General Counsel				
815 CHESTNUT STREET							

NORTH ANDOVER, MA 08145		
Signatures		
Kenneth R. Lepage - Attorney in Fact	2/10/2006	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Date

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Signature of Reporting Person

** 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 is insufficient, see Instruction 6 for procedure.

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