

[] 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

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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.	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
LACOURCIE	RE PA	UL A				TTS V				ı.		mc i					1004.0	
						CHNO					_			Directo		_	10% O	
(Last)	(First)	(Mi	ddle)	3.	. Da	ate of Ea	rlies	t Tra	ansact	ion (MM/	DD/YYY	Y)	X Office below)	er (give title	e below)	Othe	r (specify
														V.P. of M	anufactu	ring		
C/O WATTS	WATE	R						2/2	7/20	04						J		
TECHNOLO	GIES, I	NC., 8	15															
CHESTNUT S	STREE'	Т																
	(Street)					Amendn		Dat	te Ori	ginal	File	ed		6. Individu		nt/Group I	Filing (Che	eck
				(N	/IM/I	DD/YYYY)							Applicable Li	ne)			
NORTH AND	OVER,	\mathbf{MA}	8145											V F C	1-1 0	D		
(City)	(State)	(Zi _I	o)											X Form fi		han One Rep		1
		Table	I - Non-	Deriv	ati	ve Secur	ities	s Ac	quire	d, Di	spo	sed of,	or]	Beneficially	Owned			
1.Title of Security				2. Trai	ns.	2A.	3. Tr		4. Sec					nount of Securi			6.	7. Nature
(Instr. 3)				Date		Deemed Execution	Code (Inst		(A) or (Instr.					wing Reported : 3 and 4)	Transaction	(s)	Ownership Form:	of Indirect Beneficial
						Date, if	(T	(-	Ť			.,			Direct (D)	Ownership
						any				(A)	'						or Indirect (I) (Instr.	(Instr. 4)
							Cod	le V	Amou		1	Price					4)	
Class A Common Stoo	ck			2/27/2	004		A		6451 (1)	A	\$15	5.50 (2)		493	323 (3)		D	
Class A Common Stoo	ck			3/2/20	04		М		23210) A	\$1	5.107		725	33 (3)		D	
Class A Common Stoo	ck			3/2/20	04		М		23210) A	\$1	16.40		957	′43 ⁽³⁾		D	
Class A Common Stoo	ck			3/2/20	04		S		46420	D	\$2	24.00		493	323 (3)		D	
Tah	le II - Dei	rivativo	Securiti	ioc Ro	mef	icially ()wn/	ed (ρα	nute	cal	lle war	ran	ıts, options,	convert	ihle secur	ities)	
Title of Derivate	2.	3. Trans.			_							1				9. Number	10.	11. Nature
Security	Conversion	onversion Date Deemed Code Derivative and Expiration			on Date Securities Und			derlying	Derivative	of	Ownership	of Indirect						
(Instr. 3)	or Exercise Price of		Date, if	(Instr.		Securities Acquired (A	A) or					Derivativ (Instr. 3 a			Security (Instr. 5)	derivative Securities	Form of Derivative	Beneficial Ownership
	Derivative		any		I	Disposed of	(D)							• /	(=======	Beneficially	Security:	(Instr. 4)
	Security				- 1`	Instr. 3, 4 a	ınd									Owned Following	Direct (D) or Indirect	
					ПŤ	·,								Amount or		Reported	(I) (Instr.	
				Code	v	(A) (D)		Date Exer	cisable	Expir Date	ation	Title	1	Number of Shares		Transaction (s) (Instr. 4)	(4)	
Employee Stock Option (right to buy)	\$15.107	3/2/2004		М		2321	0		(4)	9/1/2	005	Class A	- 1	23210	\$0	0	D	
orman (right to buy)	410.107						~					Stock			Ψ3			
Employee Stock Option (right to buy)	\$16.40	3/2/2004		M		2321	0		(5)	8/5/2	007	Class A Commo Stock		23210	\$0	0	D	
	<u> </u>	L	L	<u> </u>													l	

Explanation of Responses:

(1) The shares of Class A Common Stock are issuable following the earlier of the vesting of restricted stock units or the termination of the Reporting Person's employment. The restricted stock units were awarded on February 27, 2004 pursuant to the Issuer's Management Stock Purchase Plan in a transaction exempt under Rule 16b-3(d) promulgated under the Exchange Act.

- (2) The restricted stock units were awarded in lieu of all or a portion of the Reporting Person's annual bonus at the Reporting Person's election at a price equal to 67% of the fair market value of the Class A Common Stock on the date of the award, which was \$23.14.
- (3) Includes 19,486 shares of Class A Common Stock issuable following the earlier of the vesting of restricted stock units or termination of the Reporting Person's employment.
- (4) The option vested in five equal installments on September 1, 1996, 1997, 1998, 1999 and 2000.
- (5) The option vested in five equal installments on August 5, 1998, 1999, 2000, 2001 and 2002.

Reporting Owners

Demonting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
LACOURCIERE PAUL A								
C/O WATTS WATER TECHNOLOGIES, INC.								
			V.P. of Manufacturing	5				
815 CHESTNUT STREET								
NORTH ANDOVER, MA 08145								

Signatures

** Signature of Reporting Person

3/2/2004

Date

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

- * 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).

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

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 number.