

Dunn Robert D.
Form 5
November 14, 2011

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Dunn Robert D.

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)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
09/30/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP - Human Resources

1200 ABERNATHY RD., SUITE 1200

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ATLANTA, GA 30328

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Series A Common Stock	11/20/2007	^	J5	3.642 A	\$ 9.61 (1) (2)	20,374.936 D	^
Series A Common Stock	05/20/2008	^	J5	3.904 A	\$ 9 (2)	20,374.936 D	^
Series A Common Stock	08/20/2008	^	J5	3.201 A	\$ 10.99 (1) (2)	20,374.936 D	^

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Series A Common Stock	11/20/2008	Â	J5	8.353	A	\$ 4.22 <u>(1)</u> <u>(2)</u>	42,993.1	D	Â
Series A Common Stock	05/20/2009	Â	J5	9.292	A	\$ 3.83 <u>(1)</u> <u>(2)</u>	42,993.1	D	Â
Series A Common Stock	08/20/2009	Â	J5	9.303	A	\$ 3.84 <u>(1)</u> <u>(2)</u>	42,993.1	D	Â
Series A Common Stock	11/20/2009	Â	J5	8.132	A	\$ 4.42 <u>(1)</u> <u>(2)</u>	64,143.29	D	Â
Series A Common Stock	02/22/2010	Â	J5	7.187	A	\$ 5.022 <u>(1)</u> <u>(2)</u>	64,143.29	D	Â
Series A Common Stock	08/20/2010	Â	J5	13.617	A	\$ 2.67 <u>(1)</u> <u>(2)</u>	64,143.29	D	Â
Series A Common Stock	11/22/2010	Â	J	10.502	A	\$ 3.48 <u>(1)</u>	86,546.27	D	Â
Series A Common Stock	08/22/2011	Â	J	17.471	A	\$ 2.12 <u>(1)</u>	86,546.27	D	Â
Series A Common Stock	02/20/2008	Â	J5	4.189	A	\$ 8.36 <u>(1)</u> <u>(2)</u>	20,374.936	D	Â
Series A Common Stock	02/22/2011	Â	J	9.242	A	\$ 3.98 <u>(1)</u>	86,546.27	D	Â
Series A Common Stock	05/20/2011	Â	J	8.649	A	\$ 4.27 <u>(1)</u>	86,546.27	D	Â
Series A Common Stock	05/20/2010	Â	J5	8.237	A	\$ 4.39 <u>(1)</u> <u>(2)</u>	64,143.29	D	Â
Series A Common Stock	02/20/2009	Â	J5	13.085	A	\$ 2.7 <u>(1)</u> <u>(2)</u>	42,993.1	D	Â

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Price of Derivative Security (Instr. 5)	9. of D S B O E Is F (I
					(A) (D)	Date Exercisable (A) (D) Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dunn Robert D. 1200 ABERNATHY RD. SUITE 1200 ATLANTA, GA 30328	^	^	^ SVP - Human Resources	^

Signatures

/s/ Kevin Maxwell,
attorney-in-fact
Date: 11/14/2011

**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) Shares purchased pursuant to broker-administered dividend reinvestment.
- (2) Transaction occurred in a previous Issuer fiscal year.

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