## HOME PRODUCTS INTERNATIONAL INC

Form 4 February 08, 2001

### U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

		e Public Utility Holdir f) of the Investment Co	ng Company Act of 1935 or Ompany Act of 1940	
[_]	Check box if no longer may continue. See Inst		6. Form 4 or Form 5 obligati	Lon
1.	Name and Address of Re	eporting Person*		
Murr	ay 	Stephen	Р.	
(	Last)	(First)	(Middle)	
	J.P. Morgan Partners, I Avenue of the America			
		(Street)		
New	York	New York	10020	
(	City)	(State)	(Zip)	
2.	Issuer Name and Ticke	r or Trading Symbol		
Home	Products International	l, Inc. ("HPII")		
3.	IRS Identification Num	mber of Reporting Perso	on, if an Entity (Voluntary)	
4.	Statement for Month/Ye	ear		
Janu	ary 2001			
5.	If Amendment, Date of	Original (Month/Year)		
6.	Relationship of Report (Check all applicable			-==:
	[X] Director		] 10% Owner ] Other (specify below)	

7. Individual or Joint/Gro [X] Form filed by one [_] Form filed by more			e)		_	
Table I Non-Derivative Securities Acquired, Disposed of,  or Beneficially Owned						
	2.	3. Transaction Code		4. Securities Acc Disposed of (I	D)	
l. Title of Security	Transaction Date	(Instr.		Amount	(A) or Price	
(Instr. 3)	(mm/dd/yy)	Code			(D)	
Common Stock	N/A			/A N/A		
If the Form is filed by $4  ext{ (b) (v)}$ .	y more than one Report.	ing Perso	on,	see Instruction	on	
eminder: Report on a separa owned directly or		of securi	ities	beneficially		
	(Print or Type Response	es)				
Form 4-07/99)				(Ove:	r)	
ORM 4 (continued)						

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

\_\_\_\_\_\_ 2. 5. Conver-7. Number of Title and Amount sion Derivative 6. of Underlying or 1. Title of Derivative Security (Instr. 3) Code V (A) (D) cisable Date Title Shares ity Year)


#### Explanation of Responses:

(1) The amount shown represents the beneficial ownership of the Issuer's equity securities by J.P. Morgan Partners (SBIC), LLC ("JPM SBIC"), formerly known as Chase Venture Capital Associates, LLC, a portion of which may be deemed attributable to the reporting person because the reporting person is a managing director of JPM SBIC and a limited partner of JPMP Master Fund Manager ("MF Manager"), formerly known as Chase Capital Partners. As a result of internal reorganizations and name changes effective as of the first week of January 2001, JPM SBIC became a subsidiary of a limited partnership managed by MF Manager, and

the reporting person became a limited partner of MF Manager upon its conversion to a limited partnership form of organization. The internal reorganizations and name changes did not alter the proportionate interests of the ultimate security holders of the renamed entities. The actual pro rata portion of beneficial ownership that may be deemed attributable to the reporting person is not readily determinable because it is subject to several variables, including the internal rate of return and vesting within the sole shareholder of JPM SBIC and within MF Manager. The reporting person disclaims beneficial ownership in the securities to the extent it exceeds his pecuniary interest.

/s/ Stephen P.Murray	2/08/01
Stephen P. Murray	Date

\*\* 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 provided is insufficient, see Instruction 6 for procedure.