**Common Stock** 

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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By

Spouse

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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> OTTENWESS NICHOLAS P					suer Name <b>and</b> Tic			•		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
				WW	VW ]						Director				
(Last)	(First)	(Middle)		3. D	ate of Earliest Tran	saction (I	Month	/Day/Year)		<b>X</b>	Officer (give title below)	Other (specify below)			
9341 COURTLAND DRIVE NE				12/	17/2004			. ,			VP Finance & Corp. Controller				
					Amendment, Date	of Origin	al File	d (Month/Day	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) ROCKFORD MI 49351										X	Form filed by One	ne Reporting Person			
										Form filed by More than One Reporting					
(City)	(State)	(Zip)									Person				
	т	able I -	Non-Deriva	ative	Securities Ac	quired,	Dis	posed of,	or Ber	neficially	Owned				
1. Title of Security (Instr. 3)			2. Transactio Date (Month/Day/)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed O 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(1150.4)	(1150.4)		
Common Stock			12/17/20	04		М		4,534	A	\$26.055	34,476	D			
Common Stock			12/17/20	04		М		364	A	\$22.96	34,840	D			
Common Stock			12/17/20	04		М		546	A	\$23.565	35,386	D			
Common Stock			12/17/20	04		М		319	A	\$23.54	35,705	D			
Common Stock			12/17/20	04		М		547	A	\$23.05	36,252	D			
Common Stock			12/17/20	04		F		5,547	D	\$31.7	30,705	D			

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

1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction of Code (Instr. Derivative			6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$26.055	12/17/2004		М			2,788	05/11/2004	03/02/2009	Common Stock	2,788	\$0	0	D	
Stock Option (Right to Buy)	\$26.055	12/17/2004		М			1,746	05/11/2004	10/03/2009	Common Stock	1,746	\$0	0	D	
Stock Option (Right to Buy)	\$22.96	12/17/2004		М			364	02/24/2004	02/23/2010	Common Stock	364	\$0	0	D	
Stock Option (Right to Buy)	\$23.565	12/17/2004		М			546	03/03/2004	03/02/2009	Common Stock	546	\$0	0	D	

	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)		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$23.54	12/17/2004		м			319	03/05/2004	03/04/2011	Common Stock	319	\$0	0	D	
Stock Option (Right to Buy)	\$23.05	12/17/2004		м			547	02/18/2004	02/17/2014	Common Stock	1,450	\$0	903	D	
Stock Option (Right to Buy)	\$23.05							02/18/2005	02/17/2014	Common Stock	1,450		1,450	D	
Stock Option (Right to Buy)	\$23.05							02/18/2006	02/17/2014	Common Stock	1,450		1,450	D	
Stock Option (Right to Buy)	\$23.05							02/18/2007	02/17/2014	Common Stock	1,450		1,450	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		А		2,442		12/17/2004	03/02/2009	Common Stock	2,442	\$0	2,442	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		А		1,529		12/17/2004	10/03/2009	Common Stock	1,529	\$0	1,529	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		А		294		12/17/2004	02/23/2010	Common Stock	294	\$0	294	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		A		448		12/17/2004	03/02/2009	Common Stock	448	\$0	448	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		A		262		12/17/2004	03/04/2011	Common Stock	262	\$0	262	D	
Stock Option (Right to Buy)	\$31.7	12/17/2004		A		443		12/17/2004	02/17/2014	Common Stock	443	\$0	443	D	

Explanation of Responses:

/s/ Jeffrey A. Ott, by power of 12/21/2004

attorney

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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 Number.

### EXHIBIT 24

#### LIMITED POWER OF ATTORNEY

The undersigned, a director and/or officer of Wolverine World Wide, Inc., a Delaware corporation ("Wolverine"), does hereby appoint BLAKE W. KRUEGER, STEPHEN L. GULIS, JR., JAMES D. ZWIERS, JEFFREY A. OTT, and JEFFREY S. BATTERSHALL, or any one or more of them, with full power of substitution, his or her attorneys and agents to do any and all acts and things and to execute and file any and all documents and instruments that such attorneys and agents, or any of them, consider necessary or advisable to enable the undersigned (in his or her individual capacity or in a fiduciary or other capacity) to comply with the Securities Act of 1933, as amended (the "Securities Act"), and the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any requirements of the Securities and Exchange Commission in respect thereof, in connection with his or her intended sale of any security related to Wolverine pursuant to Rule 144 issued under the Securities Act and the preparation, execution and filing of any report or statement of beneficial ownership or changes in beneficial ownership of securities of Wolverine that the undersigned (in his or her individual capacity or in a fiduciary or other capacity) may be required to file pursuant to Section 16(a) of the Exchange Act including, without limitation, full power and authority to sign the undersigned's name, in his or her individual capacity or in a fiduciary or other capacity, to any report or statement on Form 3, 4, 5 or 144, or to any amendments or any successor forms thereto, or any form or forms adopted by the Securities and Exchange Commission in lieu thereof or in addition thereto, hereby ratifying and confirming all that such attorneys and agents, or any of them, shall do or cause to be done by virtue hereof.

The undersigned agrees that the attorneys-in-fact act as legal counsel to and/or officers of Wolverine in connection with the securities matters addressed herein, and do not represent the undersigned in his or her personal capacity in connection with such matters. The undersigned agrees that the attorneys-in-fact may rely entirely on information furnished orally or in writing by the undersigned or his or her authorized representative(s) to such attorneys-in-fact. The undersigned also agrees to indemnify and hold harmless Wolverine and the attorneys-in-fact against any losses, claims, damages or liabilities (or actions in respect thereof) that arise out of or are based upon any untrue statement or omission of necessary fact in the information provided by the undersigned or his or her authorized representative(s) to the attorneys-in-fact for purposes of executing, acknowledging, delivering or filing any such forms, or any amendments or any successor forms thereto, or any form or forms adopted by the Securities and Exchange Commission in lieu thereof or in addition thereto. The undersigned agrees to reimburse Wolverine and the attorneys-in-fact for any legal or other expenses reasonably incurred in connection with investigating or defending against any such loss, claim, damage, liability or action.

This authorization shall supersede all prior authorizations to act for the undersigned with respect to securities of Wolverine in these matters, which prior authorizations are hereby revoked, and shall survive the termination of the undersigned's status as a director and/or officer of Wolverine and remain in effect thereafter for so long as the undersigned (in his or her individual capacity or in a fiduciary or other capacity) is subject to Rule 144 with respect to securities of Wolverine or has any obligation under Section 16 of the Exchange Act with respect to securities of Wolverine.

Date: August 29, 2002

/s/ Steven M. Duffy

(Signature)

Steven M. Duffy

(Print Name)