

ENERGIZER HOLDINGS INC

Form 4

November 13, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Davis Brandon P.

2. Issuer Name **and** Ticker or Trading  
Symbol  
ENERGIZER HOLDINGS INC  
[ENR]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

533 MARYVILLE UNIVERSITY  
DRIVE

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/11/2013

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP Global Bus. Transformation

ST. LOUIS, MO 63141

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)             | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)<br><br>(A)<br>or<br>(D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |              |
|---------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|--------------|
|                                                   |                                         |                                                             | Code                                 | V                                                                                               | Amount                                                                                                             | Price                                                                   |                                                                   |              |
| Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock | 11/11/2013                              |                                                             | S                                    |                                                                                                 | 1,352                                                                                                              | D \$<br>104.4235                                                        | 0                                                                 | D            |
| Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |                                         |                                                             |                                      |                                                                                                 |                                                                                                                    |                                                                         | 132                                                               | I            |
|                                                   |                                         |                                                             |                                      |                                                                                                 |                                                                                                                    |                                                                         |                                                                   | By<br>401(k) |

# Edgar Filing: ENERGIZER HOLDINGS INC - Form 4

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

**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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)            | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |
|----------------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Phantom Stk<br>Units in<br>Deferred<br>Compensation<br>Plan CM | \$ 0                                                               | 11/11/2013                              |                                                             | I                                    | 418<br>(1)                                                                                                      | (2) (2)                                                        | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock                   | 418                                    |
| Phantom Stock<br>Units in<br>Deferred<br>Compensation<br>Plan  | \$ 0                                                               | 11/11/2013                              |                                                             | I                                    | 1,647<br>(1)                                                                                                    | (2) (2)                                                        | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock                   | 1,647                                  |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Davis Brandon P.  
533 MARYVILLE UNIVERSITY DRIVE  
ST. LOUIS, MO 63141

VP Global Bus. Transformation

## Signatures

BRANDON P.  
DAVIS

11/13/2013

\*\*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) In connection with the elimination of certain deferred compensation plan investment options, non-director participants are required to exit the Energizer Stock Unit Fund on or before November 15, 2014.
- (2) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.

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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