## Edgar Filing: ENERGIZER HOLDINGS INC - Form 4

| ENERGIZER<br>Form 4  | HOLDINGS IN                        | IC                              |   |                      |      |                   |                                       |                                       |   |  |           |  |  |
|--|------------------------------------|---------------------------------|---|----------------------|------|-------------------|---------------------------------------|---------------------------------------|---|--|-----------|--|--|
| December 08  | , 2014                             |                                 |   |                      |      |                   |                                       |                                       |   |  |           |  |  |
| <b>FORM</b>  | 4                                  |                                 |   |                      |      |                   |                                       |                                       |   |  | PPROVAL   |  |  |
| Check this   | UNITED                             | STATES                          |   |                      |      | D EXC<br>D.C. 205 |                                       | IGE (                                 | COMMISSION  | OMB<br>Number:   | 3235-0287 |  |  |
| if no longe  |                                    |                                 |   | NT TO                |      |                   | Expires:                              | January 31,<br>2005                   |   |  |           |  |  |
| subject to<br>Section 16<br>Form 4 or                              | IENT O                             | F CHAN                          | SES II<br>SECU  |                      |      | CIAI              | NERSHIP OF                            | Estimated a<br>burden hou<br>response | average<br>Irs per  |  |           |  |  |
| Form 5<br>obligation<br>may contin<br><i>See</i> Instruct<br>1(b). | s Section 17(a                     | a) of the                       |   | ility Ho             | oldi | ng Com            | pany                                  | Act of                                | e Act of 1934,<br>f 1935 or Sectio<br>40  |  |           |  |  |
| (Print or Type R   | esponses)                          |                                 |   |                      |      |                   |                                       |                                       |   |  |           |  |  |
| 1. Name and Address of Reporting Person <u></u><br>HOOVER R DAVID  |                                    |                                 | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol |                      |      |                   |                                       |                                       | 5. Relationship of Reporting Person(s) to Issuer  |  |           |  |  |
|  |                                    | ENERGIZER HOLDINGS INC<br>[ENR] |   |                      |      |                   |                                       | (Check all applicable)                |   |  |           |  |  |
| (Last)   | (First) (N                         | /liddle)                        | 3. Date of Earliest Transaction (Month/Day/Year)      |                      |      |                   | X Director<br>Officer (give<br>below) |                                       |   | title 10% Owner<br>Other (specify<br>below)                          |           |  |  |
| ENERGIZEI<br>UNIVERSIT   | R, 533 MARYVI<br>Y DRIVE           | LLE                             | 12/02/20  | 14                   |      |                   |                                       |                                       | Delow)  | below)   |           |  |  |
|  | (Street) 4. If Amen<br>Filed(Month |                                 |   |                      |      | Original          |                                       |                                       | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |  |           |  |  |
| ST. LOUIS,   | MO 63141                           |                                 |   |                      |      |                   |                                       |                                       | Person  |  | porting   |  |  |
| (City)   | (State)                            | (Zip)                           | Table   | I - Non              | 1-De | rivative S        | ecurit                                | ies Acc                               | quired, Disposed of   | f, or Beneficial   | lly Owned |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                               | (Month/Day/Year) Execution Date, i |                                 |   | Code Disposed of (D) |      |                   |                                       |                                       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)  | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |           |  |  |
| Energizer<br>Holdings,<br>Inc.<br>Common                           | 12/02/2014                         |                                 |   | Code<br>G            |      | Amount 2,000      |                                       | Price<br>\$ 0                         | (Instr. 3 and 4)<br>0   | I  | by Spouse |  |  |
| Stock<br>Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock         |                                    |                                 |   |                      |      |                   |                                       |                                       | 5,000   | D  |           |  |  |

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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.

 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.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | ;                   | ate                | e Amou<br>ear) Unde<br>Secur | le and<br>unt of<br>rlying<br>rities<br>. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---------------------------------------|---|---------------------|--------------------|------------------------------|--|---|--|
|   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title                        | Amount<br>or<br>Number<br>of<br>Shares             |   |  |

## **Reporting Owners**

**Relationships Reporting Owner Name / Address** 10% Owner Officer Other Director HOOVER R DAVID **ENERGIZER** Х 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS, MO 63141 **Signatures** R. DAVID 12/05/2014 HOOVER \*\*Signature of Date Reporting Person

## **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.