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EDGEWELL PERSONAL CARE Co

Form 3 July 06, 2015

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement EDGEWELL PERSONAL CARE Co [EPC] DREYER ELIZABETH E. (Month/Day/Year) 07/01/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O EDGEWELL PERSONAL (Check all applicable) CARE COMPANY, Â 1350 TIMBERLAKE MANOR 10% Owner Director **PARKWAY** _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group VP, Controller & CAO Filing(Check Applicable Line) _X_ Form filed by One Reporting Person CHESTERFIELD, Â MOÂ 63017 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â Common Stock 0 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership Derivative Security
3. Title and Amount of Expiration Date Conversion Ownership Ownership Or Exercise Form of Conversion Ownership Owners

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Equivalent 01/05/2015	(1)	(1)	Common Stock	2,348	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
DREYER ELIZABETH E.						
C/O EDGEWELL PERSONAL CARE COMPANY	â	Â	VP, Controller & CAO	Â		
1350 TIMBERLAKE MANOR PARKWAY	A	А	A VI, Controller & CAO	A		
CHESTERFIELD, MO 63017						

Signatures

/s/ Jeffrey Gershowitz, Attorney in Fact 07/06/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Fifty percent of the Restricted Stock Equivalents ("RSEs") will vest and convert into shares of Edgewell Personal Care Company ("EPC")

Common Stock on 01/05/2016 and the remaining fifty percent will vest and convert into shares of EPC Common Stock on 01/05/2017, in each case if Reporting Person is employed on said date. All or a portion may vest upon death, disability, change of control or certain termination events.

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.

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