ENERGIZER HOLDINGS INC
Form 3
October 04, 2013

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 Person *
Â Davis Brandon P.

(Last) (First) (Middle)

533 MARYVILLE UNIVERSITY DRIVE

(Street)

ST. LOUIS,Â MOÂ 63141

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
10/01/2013

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
VP Global Bus. Transformation

5. 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 Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Energizer Holdings, Inc. Common Stock	133	I	By 401(k)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Phantom Stk Units in Deferred Compensation Plan CM	Â (1)	Â (1)	Energizer Holdings, Inc. Common Stock	418	$ 0	D	Â
Phantom Stock Units in Deferred Compensation Plan	Â (1)	Â (1)	Energizer Holdings, Inc. Common Stock	1,647	$ 0	D	Â
Restricted Stock Equiv. 12/10/12 TB	Â (2)	Â (2)	Energizer Holdings, Inc. Common Stock	1,228	$ 0	D	Â
Restricted Stock Equivalent 10/12/09 TB	Â (3)	Â (3)	Energizer Holdings, Inc. Common Stock	625	$ 0	D	Â
Restricted Stock Equivalent 10/18/10 TB	Â (4)	Â (4)	Energizer Holdings, Inc. Common Stock	1,500	$ 0	D	Â
Restricted Stock Equivalent 11/7/11 TB	Â (5)	Â (5)	Energizer Holdings, Inc. Common Stock	1,282	$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davis Brandon P. 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS,Â MOÂ 63141	Â	Â	Â VP Global Bus. Transformation	Â

Signatures

BRANDON P. DAVIS	10/03/2013
	Date

**Signature of Reporting Person

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).

(1) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.

(2) Three Hundred Seven (307) equivalents will vest on November 5, 2013, 307 on November 5, 2014, 307 on November 5, 2015 and 307 on November 5, 2016. Equivalents are subject to forfeiture if Reporting Person voluntarily or involuntarily terminates employment prior to conversion date, other than upon death, disability or change in control.

(3) Six Hundred Twenty-Five (625) equivalents will vest on October 12, 2013. Equivalents are subject to forfeiture if Reporting Person voluntarily or involuntarily terminates employment prior to conversion date, other than upon death, disability or change in control.

(4) Seven Hundred Fifty (750) equivalents will vest on October 18, 2013 and 750 on October 18, 2014. Equivalents are subject to forfeiture if Reporting Person voluntarily or involuntarily terminates employment prior to conversion date, other than upon death, disability or change in control.

(5) Four Hundred Twenty-Eight (428) equivalents will vest on November 7, 2013, 427 on November 7, 2014 and 427 on November 7, 2015. Equivalents are subject to forfeiture if Reporting Person voluntarily or involuntarily terminates employment prior to conversion date, other than upon death, disability or change in control.

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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