

ENERGIZER HOLDINGS INC  
 Form 4  
 May 23, 2005

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

OMB APPROVAL  
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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 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 \*  
 HATFIELD DAVID 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)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/19/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EXECUTIVE VP, CMO

ENERGIZER HOLDINGS, INC., 533 MARYVILLE UNIVERSITY DRIVE  
 (Street)

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

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

ST LOUIS, MO 63141

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3)       | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                       |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Energizer Holdings, Inc. Common Stock | 05/19/2005                           |  | S                              | 900   | D   | \$ 60.92   | 7,451 D   |
| Energizer Holdings, Inc. Common Stock | 05/19/2005                           |  | S                              | 400   | D   | \$ 60.93   | 7,051 D   |

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|                                       |            |   |       |   |          |       |   |           |
|---------------------------------------|------------|---|-------|---|----------|-------|---|-----------|
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 600   | D | \$ 60.95 | 6,451 | D |           |
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 400   | D | \$ 60.96 | 6,051 | D |           |
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 1,000 | D | \$ 60.97 | 5,051 | D |           |
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 100   | D | \$ 61    | 4,951 | D |           |
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 200   | D | \$ 61.04 | 4,751 | D |           |
| Energizer Holdings, Inc. Common Stock | 05/19/2005 | S | 300   | D | \$ 61.09 | 4,451 | D |           |
| Energizer Holdings, Inc. Common Stock |            |   |       |   |          | 4,530 | I | By 401(k) |

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

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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 Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)  | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A)    | (D) | Date Exercisable          | Expiration<br>Date | Title   |
|---|------------------------------------|------------------|------------|--|------|---|--------|-----|---------------------------|--------------------|---|
| Non-Qualified<br>Stock Option<br>5/08/00                                | \$ 17                              | 05/19/2005       |            |  | M    |   | 25,000 |     | 05/08/2001 <sup>(1)</sup> | 05/07/2010         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Non-Qualified<br>Stock Option<br>10/19/04                               | \$ 46.13                           |                  |            |  |      |   |        |     | 10/19/2005 <sup>(2)</sup> | 10/18/2014         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Non-Qualified<br>Stock Option<br>9/23/02                                | \$ 30.1                            |                  |            |  |      |   |        |     | 09/23/2005 <sup>(3)</sup> | 09/22/2012         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Phantom Stk<br>Units in<br>Deferred<br>Compensation<br>Plan CM          | \$ 0                               |                  |            |  |      |   |        |     | <u>(4)</u>                | <u>(4)</u>         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Phantom Stock<br>Units in<br>Deferred<br>Compensation<br>Plan           | \$ 0                               |                  |            |  |      |   |        |     | <u>(4)</u>                | <u>(4)</u>         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Phantom Stock<br>Units in<br>Executive<br>Savings<br>Investment<br>Plan | \$ 0                               |                  |            |  |      |   |        |     | <u>(4)</u>                | <u>(4)</u>         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Restricted<br>Stock<br>Equivalent<br>10/19/04                           | \$ 0                               |                  |            |  |      |   |        |     | <u>(5)</u>                | <u>(5)</u>         | Energizer<br>Holdings,<br>Inc.<br>Common<br>Stock |
| Restricted<br>Stock<br>Equivalents                                      | \$ 0                               |                  |            |  |      |   |        |     | <u>(6)</u>                | <u>(6)</u>         | Energizer<br>Holdings,<br>Inc.                    |

5/19/03

Common  
Stock

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| HATFIELD DAVID P<br>ENERGIZER HOLDINGS, INC.<br>533 MARYVILLE UNIVERSITY DRIVE<br>ST LOUIS, MO 63141 |               |           | EXECUTIVE VP, CMO |       |

## Signatures

DAVID P.  
HATFIELD 05/20/2005

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) Exercisable at the rate of 20% per year commencing May 8, 2001.
- (2) Exercisable at a rate of 25% per year commencing October 19, 2005.
- (3) Exercisable at the rate of 33 1/3% on grant date in the years 2005, 2006 and 2007.
- (4) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.  
Restricted Stock Equivalents will convert into shares of Energizer Holdings, Inc. common stock - 25% on 10/19/05, 25% on 10/19/06, 25% on 10/19/07 and 25% on 10/19/08 unless Reporting Person elects to defer conversion until retirement or other termination, or unless
- (5) deferral is mandated by Energizer Holdings, Inc. Equivalents are subject to forfeiture if Reporting Person voluntarily terminates employment prior to conversion dates, other than upon retirement after attaining age 55.  
Restricted Stock Equivalents will convert into shares of Energizer Common Stock - 1/3 on 5/19/06, 1/3 on 5/19/09 and 1/3 on 5/19/12, unless Reporting Person elects to defer conversion until retirement or other termination, or unless deferral of conversion is mandated by
- (6) Energizer Holdings, Inc. Equivalents subject to forfeiture if Reporting Person voluntarily terminates employment prior to conversion dates, other than upon retirement after attaining age 55.

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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