Edgar Filing: ENERGIZER HOLDINGS INC - Form 4

ENERGIZER H Form 4 April 04, 2011	IOLDINGS INC	2							
FORM 4	UNITED 5	Washington, D.C. 20549 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 20(h) of the Insection of Company Act of 1935 or Section						PPROVAL 3235-0287	
Check this be if no longer subject to Section 16. Form 4 or Form 5 obligations may continue <i>See</i> Instruction 1(b).	STATEMI Filed pursu e. Section 17(a)							Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type Resp	oonses)								
1. Name and Addr NICHOLSON	Symbol	ENERGIZER HOLDINGS INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) ENTERPRISE CORPORATE	(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 03/31/2011			X Director Officer (give below)	Officer (give title Other (specify			
			ndment, Date Original nth/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 			
(City)		Cip) Tab		• • • •	•,•	Person			
1.Title of 2	. Transaction Date	140	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	ies (A) or of (D)	quired, Disposed of 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct	7. Nature of	
Energizer Holdings, Inc. Common Stock						13,300	D		

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number orof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Phantom Stock Units in Deferred Compensation Plan	\$ 0	03/31/2011		A	292	<u>(1)</u>	<u>(1)</u>	Energizer Holdings, Inc. Common Stock	2
Non-Qualified Stock Option 9/23/02	\$ 30.1					09/23/2003 <u>(2)</u>	09/22/2012	Energizer Holdings, Inc. Common Stock	6,
Restricted Stock Equivalents	\$ 0					<u>(3)</u>	<u>(3)</u>	Energizer Holdings, Inc. Common Stock	10

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NICHOLSON PAMELA M ENTERPRISE RENT-A-CAR 600 CORPORATE PARK DRIVE CLAYTON, MO 63105	Х					
Signatures						
PAMELA M.)4/04/2011					

NICHOLSON

**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) Phantom stock units are payable in cash following termination of the Reporting Person's Service on the Board of Directors of Energizer Holdings, Inc.
- (2) Exercisable at a rate of 20% per year commencing September 23, 2003.
- (3) Restricted stock equivalents are vested and will convert into shares of Energizer Common Stock upon Reporting Person's retirement or other termination of service on the Board.

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.