Edgar Filing: ROBERTS JOHN R - Form 4

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Form 4	JHN K									
January 03, 20								OMB A	PPROVAL	
FORM Check this	UNITED	Washington, D.C. 20549								
if no longe subject to Section 16 Form 4 or Form 5 obligations may contir	Filed pur	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							Expires: January 31, 2005 Estimated average burden hours per response 0.5	
<i>See</i> Instruct 1(b).		30(h)	of the Inv	estment (Company	Act of 19	40			
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> ROBERTS JOHN R			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) ENERGIZER, 533 MARYVILLE UNIVERSITY DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2012			X_ Director 10% Owner Officer (give title Other (specify below) below)				
STIOUS				If Amendment, Date Original led(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 			
(City)	(State)	(Zip)					Person			
1.Title of Security (Instr. 3)	of 2. Transaction Date 2A. Deen ty (Month/Day/Year) Execution 3) any		on Date, if TransactionAcquired (A) or Code Disposed of (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned	, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Energizer Holdings, Inc. Common Stock				Coue V	Amount	(D) Price	10,000	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. Transactio Code (Instr. 8)	5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units in Deferred Compensation Plan	\$ 0	12/31/2012		A	1,250 (1)	<u>(2)</u>	<u>(2)</u>	Energizer Holdings, Inc. Common Stock
Restricted Stock Equivalents	\$ 0					04/29/2006 <u>(3)</u>	04/29/2006 <u>(3)</u>	Energizer Holdings, Inc. Common Stock

Reporting Owners

Reporting Owne	Relationships					
Treporting 0 with	Director	10% Owner	Officer	Other		
ROBERTS JOHN R ENERGIZER 533 MARYVILLE U ST. LOUIS, MO 6314		Х				
Signatures						
JOHN R. ROBERTS	01/02/2013					
<u>**</u> Signature of Reporting Person	Date					
Signatures JOHN R. ROBERTS <u>**</u> Signature of	01/02/2013					

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) Annual grant of ENR stock equivalents valued at \$100,000 in Deferred Compensation Plan which is credited each year as of December 31st.
- (2) Phantom stock units are payable in cash following termination of the Reporting Person's service on the Board of Directors of Energizer Holdings, Inc.

(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.