Edgar Filing: KLEIN JOHN EDDY - Form 4

Form 4	IN EDDY										
February 19	, 2013										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
	STATES	SECURITIES AND EXCHANGE COM Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 of Form 5 obligatio may con See Instr 1(b).	ger o 16. or Filed pur ons tinue.	suant to S a) of the I	OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 9 Section 16(a) of the Securities Exchange Act of 1934, e Public Utility Holding Company Act of 1935 or Section 1) of the Investment Company Act of 1940						January 3 Expires: 200 Estimated average burden hours per response 0.		
(Print or Type]	Responses)										
1. Name and Address of Reporting Person <u>*</u> KLEIN JOHN EDDY			21 isouer raune und riener or riading					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) ENERGIZER, 533 MARYVILLE UNIVERSITY DRIVE			(Month/Dav/Year)					X Director Officer (give t below)	Officer (give title Other (specify		
				ed(Month/Day/Year) A				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ST. LOUIS	, MO 63141							Form filed by Me Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		(A) or			 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)		
Energizer Holdings, Inc. Common Stock	02/14/2013			Code V S	Amount 4,399	(D) D	Price \$ 91.2382 (1)		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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	te Underlying Securities		8. l De See (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units in Deferred Compensation Plan	\$ 0					(2)	(2)	Energizer Holdings, Inc. Common Stock	20,060	
Restricted Stock Equivalents	\$ 0					<u>(3)</u>	<u>(3)</u>	Energizer Holdings, Inc. Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address		Relationships					
FB	Director	10% Owner	Officer	Other			
KLEIN JOHN EDI ENERGIZER 533 MARYVILLE ST. LOUIS, MO 63	Х						
Signatures							
JOHN E. KLEIN	02/15/2013						
<u>**</u> 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).

In accordance with SEC guidance authorizing aggregate reporting of same-day, same-way open market purchases and sales, the shares
 (1) were sold at a price range between \$91.16 and \$91.30. Upon request, full information regarding the number of shares sold at each separate price will be provided.

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- (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.