## MULCAHY J PATRICK

Form 4

Common Stock

December 07, 2012

December 0	7, 2012									
FORM	FORM 4 LINITED STATES SECURITIES AND EVOLANCE COMMISSION							OMB APPROVAL		
Washington, D.C. 20549						OMB Number:	3235-0287			
Check this box if no longer  CTATIEN TENTE OF CHANGES IN DENIET CH						EDCILID OF	Expires:	January 31, 2005		
subject to Section 16.  STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							EKSHIF OF	Estimated average		
Form 4 o			2-00-					burden hou response	rs per 0.5	
Form 5 obligation may con See Instraction 1(b).	Section 17(	suant to Section a) of the Public 30(h) of the	Utility Hol	ding Com	pany	Act of 1	1935 or Section	1		
(Print or Type	Responses)									
1. Name and Address of Reporting Person * MULCAHY J PATRICK			Symbol				5. Relationship of Reporting Person(s) to Issuer			
		ENERGIZER HOLDINGS INC [ENR]					neck all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			X_ Director 10% Owner Officer (give title below) Other (specify below)				
	ER, 533 MARYV TY DRIVE	ILLE 12/05	/2012			· ·	ociow)	below)		
File			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			
ST. LOUIS	, MO 63141						Person	ore man one Re	porting	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative S	ecurit	ies Acqu	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i	3. F Transacti	4. Securitie			5. Amount of Securities	6. Ownership	7. Nature of Indirect	
(Instr. 3) any		Code (Instr. 3, 4 and 5)				Beneficially	Form: Benef	Beneficial		
		(Month/Day/Year	(Instr. 8)		(A)		Owned Following Reported Transaction(s)	Direct (D) or Indirect (I)	Ownership (Instr. 4)	
			C-1- V	. A	or	D	(Instr. 3 and 4)	(Instr. 4)		
Energizer			Code V	Amount	(D)	Price				
Holdings,						\$				
Inc. Common Stock	12/05/2012		S	100,000	D	79.16 (1)	504,755	I	by Trust	
Energizer Holdings,										
Inc.							29,065	D		

by Spouse

12,611

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Energizer Holdings, Inc. Common Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Stock

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title and A		8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Underlying Securities		D
Security	or Exercise		any	Code of		(Month/Day/Year)		(Instr. 3 and 4)		S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	(Instr. 8) Derivative					(I
	Derivative				Securities					
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	m: 1	or	
						Exercisable	Date	Title	Number	
				Code V	(A) (D)				of Shares	
<b>7</b> 1 0 1										
Phantom Stock								Energizer		
Units in								Holdings,		
Deferred	\$ 0					(2)	(2)	Inc.	17,455	
Compensation						_	_	Common	·	
Compensation								Common		

# **Reporting Owners**

\*\*Signature of Reporting

Person

Plan

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
MULCAHY J PATRICK ENERGIZER 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS, MO 63141	X						
Signatures							
J. PATRICK MULCAHY 12/06/2012							

Date

Reporting Owners 2

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## **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 \$78.78 and \$79.60. Upon request, full information regarding the number of shares sold at each separate price will be provided.
- (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.

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.