

MULCAHY J PATRICK  
Form 4  
January 04, 2011

**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 \*  
MULCAHY J PATRICK

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)  
12/31/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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 Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Energizer Holdings, Inc. Common Stock |                                      |  |                                | (A)<br>or<br>(D)  |   |  |                                   |
|                                       |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |
| Energizer Holdings, Inc. Common Stock |                                      |  |                                |   | 656,820   | D  |                                   |
| Energizer Holdings, Inc. Common Stock |                                      |  |                                |   | 12,611  | I  | by Spouse                         |

Energizer Holdings, Inc. Common Stock

47,350 I by Trust

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)

**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. Transaction Code (Instr. 8) | 5. Number of 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 Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares            |       |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------------------|-------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                 |       |
| Phantom Stock Units in Deferred Compensation Plan | \$ 0   | 12/31/2010                           |  | A                              | 353<br>(1)  | (2) (2)  |   | Energizer Holdings, Inc. Common Stock | 353   |
| Phantom Stock Units in Deferred Compensation Plan | \$ 0   | 12/31/2010                           |  | A                              | 552<br>(3)  | (2) (2)  |   | Energizer Holdings, Inc. Common Stock | 552   |
| Phantom Stock Units in Deferred Compensation Plan | \$ 0   | 12/31/2010                           |  | A                              | 1,372<br>(4)  | (2) (2)  |   | Energizer Holdings, Inc. Common Stock | 1,372 |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MULCAHY J PATRICK  
ENERGIZER HOLDINGS, INC. X  
533 MARYVILLE UNIVERSITY DRIVE  
ST. LOUIS, MO 63141

## Signatures

J. PATRICK  
MULCAHY 01/04/2011

\_\_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) Deferral of annual retainer and meeting fees into ENR Stock Equivalent Fund of Deferred Compensation Plan.
- (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) Company match with respect to deferrals made during 2010, under the terms of the Deferred Compensation Plan.
- (4) Annual grant of ENR stock equivalents valued at \$100,000 in Deferred Compensation Plan which is credited each year as of December 31st.

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.