

ENERGIZER HOLDINGS INC

Form 4

November 10, 2004

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STRATMANN GAYLE G

(Last) (First) (Middle)

ENERGIZER HOLDINGS,  
INC., 533 MARYVILLE  
UNIVERSITY DRIVE

(Street)

ST. LOUIS, MO 63141

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
ENERGIZER HOLDINGS INC  
[ENR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/08/2004

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP, GENERAL COUNSEL

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Indirect Beneficial Ownership (Instr. 4)
Energizer Holdings, Inc. Common Stock	11/08/2004		G	V 560 <sup>(1)</sup> D <sub>(2)</sub>	\$ 0 440	D	
Energizer Holdings, Inc. Common Stock					2,902	I	By 401(k)

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

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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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Share
Non-Qualified Stock Option 5/08/00	\$ 17					05/08/2001 <sup>(3)</sup> 05/07/2010	Energizer Holdings, Inc. Common Stock 50,0
Non-Qualified Stock Option 10/19/04	\$ 46.13					10/19/2005 <sup>(4)</sup> 10/18/2014	Energizer Holdings, Inc. Common Stock 10,0
Non-Qualified Stock Option 3/17/03	\$ 26.64					03/17/2004 <sup>(5)</sup> 03/16/2013	Energizer Holdings, Inc. Common Stock 100,0
Non-Qualified Stock Option 9/23/02	\$ 30.1					09/23/2005 <sup>(6)</sup> 09/22/2012	Energizer Holdings, Inc. Common Stock 10,0
Phantom Stock Units in Executive Savings Investment Plan	\$ 0					<sup>(7)</sup> <sup>(7)</sup>	Energizer Holdings, Inc. Common Stock 76
	\$ 0					<sup>(8)</sup> <sup>(8)</sup>	5,0

Restricted  
Stock  
Equivalent  
10/19/04

Energizer  
Holdings,  
Inc.  
Common  
Stock

Restricted  
Stock  
Equivalents  
5/19/03

\$ 0

05/19/2006<sup>(9)</sup> 05/19/2012

Energizer  
Holdings,  
Inc.  
Common  
Stock

20,0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STRATMANN GAYLE G ENERGIZER HOLDINGS, INC. 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS, MO 63141			VP, GENERAL COUNSEL	

## Signatures

GAYLE G.  
STRATMANN 11/10/2004

\_\_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) Gift to charitable institution.
- (2) No consideration was received by Reporting Person in exchange for the gifted shares.
- (3) Exercisable at the rate of 25% per year commencing May 8, 2001.
- (4) Exercisable at a rate of 25% per year commencing October 19, 2005.
- (5) Exercisable at a rate of 20% per year commencing March 17, 2004.
- (6) Exercisable at the rate of 33 1/3% on grant date in the years 2005, 2006 and 2007.
- (7) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.  
Restricted Stock Equivalents will convert into shares of Energizer Holdings, Inc. common stock - 25% on 10/19/05, 25% on 10/19/06, 25% on 10/19/07 and 25% on 10/19/08 unless Reporting Person elects to defer conversion until retirement or other termination, or unless
- (8) deferral is mandated by Energizer Holdings, Inc. Equivalents are subject to forfeiture if Reporting Person voluntarily terminates employment prior to conversion dates, other than upon retirement after attaining age 55.  
Restricted Stock Equivalents will convert into shares of Energizer Common Stock - 1/3 on 5/19/06, 1/3 on 5/19/09 and 1/3 on 5/19/12, unless Reporting Person elects to defer conversion until retirement or other termination, or unless deferral of conversion is mandated by
- (9) Energizer Holdings, Inc. Equivalents subject to forfeiture if Reporting Person voluntarily terminates employment prior to conversion dates, other than upon retirement after attaining age 55.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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