

DANFORTH WILLIAM H

Form 4

January 04, 2005

**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  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DANFORTH WILLIAM H

(Last) (First) (Middle)

WASHINGTON UNIVERSITY -  
WEST CAMPUS, CAMPUS BOX  
1044, 7425 FORSYTH BLVD.

(Street)

ST. LOUIS, MO 63105-2198

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/31/2004

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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				(A) or (D)			
			Code	V	Amount	(D)	Price
						62,050	D
Energizer Holdings, Inc. Common Stock						53,461	I
							Immediate Family

Energizer Holdings, Inc. Common Stock	41,305	I	by Spouse
Energizer Holdings, Inc. Common Stock	854,881	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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units in Deferred Compensation Plan	\$ 0	12/31/2004		A	273	<u>(1)</u>	<u>(1)</u>	Energizer Holdings, Inc. Common Stock	273
Phantom Stock Units in Deferred Compensation Plan	\$ 0	12/31/2004		A	<u>380</u> <u>(2)</u>	<u>(1)</u>	<u>(1)</u>	Energizer Holdings, Inc. Common Stock	380
Non-Qualified Stock Option 5/08/00	\$ 17					05/08/2001	05/07/2010	Energizer Holdings, Inc. Common Stock	10,000
	\$ 0					<u>(3)</u>	<u>(3)</u>		10,000

Restricted  
Stock  
Equivalents

Energizer  
Holdings,  
Inc.  
Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANFORTH WILLIAM H WASHINGTON UNIVERSITY - WEST CAMPUS CAMPUS BOX 1044, 7425 FORSYTH BLVD. ST. LOUIS, MO 63105-2198	X			

## Signatures

WILLIAM H.  
DANFORTH

01/04/2005

\*\*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) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.

(2) Company match with respect to deferrals made during 2004.

Restricted stock equivalents will convert into shares of Energizer Common Stock three years from date of grant unless Reporting Person  
(3) elects to defer conversion until retirement or other termination, or unless deferral of conversion is mandated by Energizer Holdings, Inc.  
Equivalents subject to forfeiture if Reporting Person terminates service on the Board within three years of grant.

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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