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ENERGIZE Form 4 September 1	R HOLDINGS INC	Ū									
	ЛЛ							OMB AF	PROVAL		
FORM	UNITEDSTA			AND EX , D.C. 20		NGE CO	MMISSION	OMB Number:	3235-0287		
Check the check	aer							Expires:	January 31, 2005		
subject t Section Form 4 Form 5	o STATEMEN 16. or		SECUI	RITIES				Estimated a burden hour response	average urs per		
Form 5 obligations may continue. See Instruction 1(b). 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)											
SESCLEIFER DANIEL J Symbol				d Ticker or		Is	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Middle		Earliest T	ransaction			Director	10%	Owner		
			Day/Ical)								
UNIVERS	(Street)	1 If Ame	ndment D	ate Origina	1	6	Individual or Ioi	nt/Group Filin	r(Check		
				onth/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			
						Pe	erson				
(City)	(State) (Zip)	Table	e I - Non-l			_	red, Disposed of,		y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. (Month/Day/Year) Exec any (Mo	ation Date, if	3. Transactio Code (Instr. 8)	4. Securit omr Dispos (Instr. 3, 4	ed of	(D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Energizer Holdings, Inc. Common Stock	09/14/2006		М	10,000 (1)	Α	\$ 21.0625	10,000	D			
Energizer Holdings, Inc. Common Stock	09/14/2006		S	10,000 (1)	D	\$ 69.75	0	D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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)	orDeriv Secu Acqu or Di (D)	rities hired (A) hisposed of r. 3, 4,	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Ar Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option 11/20/00	\$ 21.0625	09/14/2006		М		10,000 (1)	11/20/2001	11/19/2010	Energizer Holdings, Inc. Common Stock
Non-Qualified Stock Option 10/19/04	\$ 46.13						10/19/2005 <u>(2)</u>	10/18/2014	Energizer Holdings, Inc. Common Stock
Non-Qualified Stock Option 9/23/02	\$ 30.1						09/23/2005 <u>(3)</u>	09/22/2012	Energizer Holdings, Inc. Common Stock
Phantom Stk Units in Deferred Compensation Plan CM	\$ 0						<u>(4)</u>	<u>(4)</u>	Energizer Holdings, Inc. Common Stock
Phantom Stock Units in Deferred Compensation Plan	\$ 0						<u>(5)</u>	<u>(5)</u>	Energizer Holdings, Inc. Common Stock
Phantom Stock Units in Executive	\$ 0						<u>(5)</u>	<u>(5)</u>	Energizer Holdings, Inc.

Savings Investment Plan				Common Stock
Phantom Units in DCP - Performance	\$ 0	<u>(6)</u>	(5)	Energizer Holdings, Inc. Common Stock
Restricted Stock Equivalent 10/19/04	\$ 0	<u>(7)</u>	(7)	Energizer Holdings, Inc. Common Stock
Restricted Stock Equivalents 5/19/03	\$ 0	<u>(8)</u>	<u>(8)</u>	Energizer Holdings, Inc. Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
The forming of the state of the state of	Director	10% Owner	Officer	Other			
SESCLEIFER DANIEL J ENERGIZER HOLDINGS, INC. 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS, MO 63141			EXECUTIVE VICE PRESIDENT & CFO				
Signatures							
DANIEL J.							

SESCLEIFER 09/18/2006 **Signature of Reporting Date

Person

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) Non-Qualified Stock Option exercise, and sale of the shares acquired, was made pursuant to a 10b5-1 plan.
- (2) Exercisable at a rate of 25% per year commencing October 19, 2005.
- (3) Exercisable at the rate of 33 1/3% on grant date in the years 2005, 2006 and 2007.
- Company match on deferrals into Energizer phantom stock units in Deferred Compensation Plan vests 3 years from grant, provided (4) matched deferral remains in units for a period of one year.
- (5) Phantom stock units are payable in cash following termination of the Reporting Person's employment with Energizer Holdings, Inc.
- (6) 25% of phantom stock units granted will vest on 10/11/08, 25% will vest in November, 2008, only if the Company's compounded annual growth rate (CAGR) for earnings per share exceeds 10% for the preceding 3 year period, and the remaining 50% will vest in entirety at that time only if CAGR equals or exceeds 15% (with incremental vesting between 10 and 15%). All units that do not vest will be

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forfeited.

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 10/19/06, and 25% on 10/19/06 unless Benergizer Boron slote to defen conversion until retirement on other termination on unless

(7) 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 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

(8) unless reporting reison elects to delet conversion until retirement of other termination, or unless deletrar of conversion is mandated by Energizer Holdings, Inc. Equivalents subject to forfeture 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. 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.