## Edgar Filing: ENERGIZER HOLDINGS, INC. - Form 4

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ENERGIZER HOLDINGS, J Form 4 January 06, 2016	INC.				
					PPROVAL
Check this box		JRITIES AND EXCHANGE ashington, D.C. 20549	COMMISSION	OMB Number:	3235-0287
if no longer subject to Section 16. Form 4 or Form 5 Filed pu	rsuant to Section (a) of the Public	NGES IN BENEFICIAL O SECURITIES 16(a) of the Securities Excha Utility Holding Company Act Investment Company Act of 1	nge Act of 1934, of 1935 or Sectio	Expires: Estimated a burden hou response n	rs per
(Print or Type Responses)					
1. Name and Address of Reporting ROBERTS JOHN R	Symbo	RGIZER HOLDINGS, INC.	5. Relationship of Issuer (Chec	Reporting Pers	
(Last) (First) (ENERGIZER, 533 MARYV UNIVERSITY DRIVE	(Middle) 3. Date (Month	of Earliest Transaction May/Year)	X Director Officer (give below)		Owner er (specify
(Street) ST. LOUIS, MO 63141		mendment, Date Original Ionth/Day/Year)	6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by M Person	One Reporting Pe	rson
(City) (State)	(Zip) Ta	ble I - Non-Derivative Securities A	Acquired, Disposed of	f. or Beneficial	lv Owned
1.Title of Security2. Transaction Date (Month/Day/Year) (Instr. 3)	2A. Deemed	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)	5. Amount of Securities F Beneficially (1 Owned (1	5. Ownership Form: Direct D) or Indirect I)	7. Nature of Indirect
Reminder: Report on a separate lin	e for each class of se	information cont required to resp	or indirectly. spond to the collec tained in this form ond unless the forr ntly valid OMB con	are not m	EC 1474 (9-02)
Tat		ecurities Acquired, Disposed of, or Ills, warrants, options, convertible			

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number	6. Date Exercisable and	7. Title and Amount of	8. P
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative	Expiration Date	Underlying Securities	Der

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		Secu (Ins
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Equivalent 1/4/2016	\$ 0	01/04/2016		А	3,171		<u>(1)</u>	<u>(1)</u>	Common Stock	3,171	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships						
		Director	10% Owner	Officer	Other			
ROBERTS JOHN R ENERGIZER 533 MARYVILLE UNIVERSITY DRIVE ST. LOUIS, MO 63141		Х						
Signatures								
JOHN R. ROBERTS	01/05/2016							
<u>**</u> 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).
- Annual Restricted Stock Equivalent (RSE) Award valued at \$110,000 will vest and convert into shares one year from date of grant unless
- (1) Reporting Person elects to defer conversion until retirement. All RSEs will also vest and convert upon death, termination of service on the Board and Change of Control.

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.