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

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ENERGIZER HOLDINGS, I	NC.						
Form 4 March 18, 2016							
				OMB APPROVAL			
FORM 4 UNITED	OMB 3235-0287 Number:						
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934				Expires:January 31, 2005Estimated average burden hours per response0.5			
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)							
1. Name and Address of Reporting MCGINNIS W PATRICK	Symbol ENER	RGIZER HOLDINGS, INC.	Issuer	nip of Reporting Person(s) to (Check all applicable)			
	[ENR]	-		••			
(Last) (First) (		of Earliest Transaction //Day/Year)	X Director Officer (give t				
ENERGIZER, 533 MARYV UNIVERSITY DRIVE		-	below)	below)			
(Street)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ST. LOUIS, MO 63141				ore than One Reporting			
(City) (State)	(Zip) Ta	ble I - Non-Derivative Securities A		or Beneficially Owned			
(Instr. 3)	e 2A. Deemed	3.4. Securities AcquiredfTransaction(A) or Disposed of (DCode(Instr. 3, 4 and 5)	5. Amount of ) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)			
Common 03/16/2016 Stock		A $135 \frac{(1)}{10}$ A $\frac{5}{39.76}$	5 21,604	D			

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.

 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. Transacti Code (Instr. 8)	Derivative (Month/Day/Year)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D Se (It
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units in Deferred Compensation	\$ 0	03/16/2016		А	104 (2)	(3)	(3)	Common Stock	104	C O

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships				
		Director	10% Owner	Officer	Other	
MCGINNIS W PATRICK ENERGIZER 533 MARYVILLE UNIVERS ST. LOUIS, MO 63141	SITY DRIVE	Х				
Signatures						
W. PATRICK MCGINNIS	03/17/2016					
<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).
- (1) Reflects the automatic dividend reinvestment on the Reporting Person's directly owned Energizer stock implemented by the broker.
- (2) Dividend equivalent payment credited to the Reporting Person's balance in the Energizer stock fund of the Company's deferred compensation plan in the form of additional units.
- (3) Phantom stock units are payable in cash following the termination of the Reporting Person's service on Energizer's Board of Directors.

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.