

MCGINNIS W PATRICK  
 Form 4  
 December 11, 2007

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 MCGINNIS W PATRICK

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/07/2007

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

NESTLE PURINA PETCARE, 901  
 CHOUTEAU

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

ST. LOUIS, MO 63102

(City) (State) (Zip)

**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) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                       |                                      |  |                                | Code V  | Amount  | (A) or (D)   | Price   |
| Energizer Holdings, Inc. Common Stock | 12/07/2007                           |  | J                              | D   | 26,775<br>(1)   | D  | \$ 116.8 12,143                                       |

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)

Edgar Filing: MCGINNIS W PATRICK - Form 4

**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 Underlying Security (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| Variable Forward Contract                         | (1)  | 12/07/2007(1)                        |  | J                              | 30,000  | (1) 12/07/2007   | Energizer Holdings, Inc. Common Stock             |
| Non-Qualified Stock Option 9/23/02                | \$ 30.1  |                                      |  |                                |   | 09/23/2003(2) 09/22/2012                                 | Energizer Holdings, Inc. Common Stock             |
| Phantom Stock Units in Deferred Compensation Plan | \$ 0   |                                      |  |                                |   | (3) (3)  | Energizer Holdings, Inc. Common Stock             |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MCGINNIS W PATRICK<br>NESTLE PURINA PETCARE<br>901 CHOUTEAU<br>ST. LOUIS, MO 63102 | X             |           |         |       |

## Signatures

W. PATRICK  
MCGINNIS 12/11/2007

\*\*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).

- On December 7, 2005, Mr. McGinnis' revocable trust entered into a previously reported prepaid variable share forward transaction and received an advance discounted payment of the purchase price for 30,000 shares of ENR stock as of the date of the transaction rather than at the December 7, 2007 settlement date. Mr. McGinnis settled the transaction in accordance with its terms on December 7, 2007, by delivery of 26,755 shares of ENR stock based on the \$116.80 closing price for ENR stock on that date.
- (1) Exercisable at a rate of 20% per year commencing September 23, 2003.
  - (2) Phantom stock units are payable in cash following termination of the Reporting Person's Service on the Board of Directors of Energizer Holdings, Inc.
  - (3)

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.