

HATFIELD DAVID P
 Form 4
 February 07, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 HATFIELD DAVID P

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)
 02/03/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EXECUTIVE VP, CMO

ENERGIZER HOLDINGS, INC., 533 MARYVILLE UNIVERSITY DRIVE
 (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 63141

(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 or Price | | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | | M | | 45,000 A \$ 17 | 49,451 | D |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | | S | | 6,300 D \$ 58.95 | 43,151 | D |

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| | | | | | | | | |
|--|------------|---|--------|---|----------|--------|---|-----------|
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 10,200 | D | \$ 58.93 | 32,951 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 4,200 | D | \$ 58.89 | 28,751 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 3,800 | D | \$ 58.88 | 24,951 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 500 | D | \$ 58.84 | 24,451 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 9,800 | D | \$ 58.83 | 14,651 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 4,800 | D | \$ 58.81 | 9,851 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 900 | D | \$ 58.8 | 8,951 | D | |
| Energizer Holdings, Inc. Common Stock | 02/03/2005 | S | 4,500 | D | \$ 58.73 | 4,451 | D | |
| Energizer Holdings, Inc. Common Stock | | | | | | 4,488 | I | By 401(k) |

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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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Non-Qualified Stock Option 5/08/00 | \$ 17 | 02/03/2005 | | M | 45,000 | 05/08/2001 ⁽¹⁾ 05/07/2010 | Energizer Holdings, Inc. Common Stock |
| Non-Qualified Stock Option 10/19/04 | \$ 46.13 | | | | | 10/19/2005 ⁽²⁾ 10/18/2014 | Energizer Holdings, Inc. Common Stock |
| Non-Qualified Stock Option 9/23/02 | \$ 30.1 | | | | | 09/23/2005 ⁽³⁾ 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>(4)</u> <u>(4)</u> | Energizer Holdings, Inc. Common Stock |
| Phantom Stock Units in Executive | \$ 0 | | | | | <u>(4)</u> <u>(4)</u> | Energizer Holdings, Inc. |

