

ENERGIZER HOLDINGS INC  
Form 8-K  
May 11, 2015

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): May 11, 2015**

**Energizer Holdings, Inc.**

**(Exact Name of Registrant as Specified in its Charter)**

**Missouri**  
**(State or other jurisdiction)**

**1-15401**  
**(Commission)**

**43-1863181**  
**(IRS Employer)**

of incorporation)

File Number)

Identification Number)

533 Maryville University Drive

St. Louis, Missouri 63141

(Address of principal executive offices)

Registrant's telephone number, including area code: (314) 985-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On May 11, 2015, Energizer Holdings, Inc. issued a press release, attached hereto as Exhibit 99.1, announcing the commencement of an offering of \$600 million aggregate principal amount of senior notes due 2025 of its subsidiary, Energizer SpinCo, Inc.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits  
See Exhibit Index.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

ENERGIZER HOLDINGS, INC.

By: /s/ Daniel J. Sescleifer  
Daniel J. Sescleifer  
Executive Vice President and Chief  
Financial Officer

Dated: May 11, 2015

**EXHIBIT INDEX**

**Exhibit**

| <b>Number</b> | <b>Description of Exhibit</b>    |
|---------------|----------------------------------|
| 99.1          | Press Release dated May 11, 2015 |