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

SCHEDULE 13D
(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)
(Amendment No. 6)**

SPECTRUM BRANDS, INC.
(Name of Issuer)

COMMON STOCK (PAR VALUE \$0.01 PER SHARE)
(Title of Class of Securities)

84762L204
(CUSIP Number)

PHILIP FALCONE
450 PARK AVENUE, 30TH FLOOR
NEW YORK, NEW YORK 10022
(212) 339-5888

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

June 7, 2010
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners Master Fund I, Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a)	o
	(b)	x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Cayman Islands	
	7	SOLE VOTING POWER
		-0-
	8	SHARED VOTING POWER
		9,025,356
	9	SOLE DISPOSITIVE POWER
		-0-
	10	SHARED DISPOSITIVE POWER
		9,025,356
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	9,025,356	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	29.47%	
14	TYPE OF REPORTING PERSON	
	CO	

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a)	o
	(b)	x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7	SOLE VOTING POWER
		-0-
	8	SHARED VOTING POWER
		9,025,356
	9	SOLE DISPOSITIVE POWER
		-0-
	10	SHARED DISPOSITIVE POWER
		9,025,356
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	9,025,356	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	29.47%	
14	TYPE OF REPORTING PERSON	
	CO	

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners Special Situations Fund, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input type="radio"/> 0 (b) <input checked="" type="radio"/> x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	<input type="radio"/> 0
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7	SOLE VOTING POWER -0-
	8	SHARED VOTING POWER 1,970,992
	9	SOLE DISPOSITIVE POWER -0-
	10	SHARED DISPOSITIVE POWER 1,970,992
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,970,992	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
	<input type="radio"/> 0	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.44%	
14	TYPE OF REPORTING PERSON	
	PN	

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners Special Situations GP, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 0 (b) x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	0
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7	SOLE VOTING POWER -0-
	8	SHARED VOTING POWER 1,970,992
	9	SOLE DISPOSITIVE POWER -0-
	10	SHARED DISPOSITIVE POWER 1,970,992
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,970,992	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	0
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.44%	
14	TYPE OF REPORTING PERSON	
	CO	

1	NAME OF REPORTING PERSON		
	Global Opportunities Breakaway Ltd.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) 0 (b) x
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
	OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		0
6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Cayman Islands		
		7	SOLE VOTING POWER -0-
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 1,453,850
		9	SOLE DISPOSITIVE POWER -0-
		10	SHARED DISPOSITIVE POWER 1,453,850
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,453,850		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		0
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	4.75%		
14	TYPE OF REPORTING PERSON		
	CO		

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners II LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input type="radio"/> 0 (b) <input checked="" type="radio"/> x
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	<input type="radio"/> 0
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	7	SOLE VOTING POWER -0-
	8	SHARED VOTING POWER 1,453,850
	9	SOLE DISPOSITIVE POWER -0-
	10	SHARED DISPOSITIVE POWER 1,453,850
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,453,850	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="radio"/> 0
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.75%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON	
	Harbinger Capital Partners II GP LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a)	o
	(b)	x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7	SOLE VOTING POWER
		-0-
	8	SHARED VOTING POWER
		1,453,850
	9	SOLE DISPOSITIVE POWER
		-0-
	10	SHARED DISPOSITIVE POWER
		1,453,850
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,453,850	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	4.75%	
14	TYPE OF REPORTING PERSON	
	CO	

1	NAME OF REPORTING PERSON		
	Harbinger Holdings, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) 0 (b) x
3	SEC USE ONLY		
4	SOURCE OF FUNDS		
	AF		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		0
6	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Delaware		
		7	SOLE VOTING POWER -0-
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 10,996,348
		9	SOLE DISPOSITIVE POWER -0-
		10	SHARED DISPOSITIVE POWER 10,996,348
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	10,996,348		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		0
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	35.90%		
14	TYPE OF REPORTING PERSON		
	CO		

1	NAME OF REPORTING PERSON	
	Philip Falcone	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a)	o
	(b)	x
3	SEC USE ONLY	
4	SOURCE OF FUNDS	
	AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
		o
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	U.S.A.	
	7	SOLE VOTING POWER -0-
	8	SHARED VOTING POWER 12,450,198
	9	SOLE DISPOSITIVE POWER -0-
	10	SHARED DISPOSITIVE POWER 12,450,198
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	12,450,198	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
		o
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	40.65%	
14	TYPE OF REPORTING PERSON	
	IN	

SCHEDULE 13D

Item 1. Security and Issuer.

This Amendment No. 6 to the Schedule 13D ("Amendment No. 6") is being filed by the undersigned to amend the Schedule 13D filed by the Reporting Persons on September 8, 2009, as amended by Amendment No. 1 filed on October 19, 2009, Amendment No. 2 filed on February 12, 2010, Amendment No. 3 filed on March 3, 2010, Amendment No. 4 filed on April 2, 2010 and Amendment No. 5 filed on May 4, 2010 (as amended, the "Schedule 13D") with respect to the Common Stock, par value \$0.01 per share (the "Shares") of Spectrum Brands, Inc. (the "Issuer"). The address of the Issuer is 601 Rayovac Drive, Madison, Wisconsin 53711.

Item 2. Identity and Background.

No material change.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of the Schedule 13D is hereby amended and restated in its entirety as follows:

“As of the date hereof the Master Fund may be deemed to beneficially own 9,025,356 Shares.

As of the date hereof Harbinger LLC may be deemed to beneficially own 9,025,356 Shares.

As of the date hereof the Special Fund may be deemed to beneficially own 1,970,992 Shares.

As of the date hereof HCPSS may be deemed to beneficially own 1,970,992 Shares.

As of the date hereof the Breakaway Fund may be deemed to beneficially own 1,453,850 Shares.

As of the date hereof HCP II may be deemed to beneficially own 1,453,850 Shares.

As of the date hereof HCP II GP may be deemed to beneficially own 1,453,850 Shares.

As of the date hereof Harbinger Holdings may be deemed to beneficially own 10,996,348 Shares.

As of the date hereof Philip Falcone may be deemed to beneficially own 12,450,198 Shares.

No borrowed funds were used to purchase the Shares, other than any borrowed funds used for working capital purposes in the ordinary course of business.”

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby amended by adding the following after the last paragraph thereof:

“In response to concerns of Spectrum stockholders regarding the liquidity of the shares of Parent Common Stock following the consummation of the Mergers, the Master Fund and the Special Fund (together, the "Purchasing Parties") have determined that following the consummation of the Mergers they will enter into a Rule 10b5-1 Purchase Instruction ("the Instruction"), pursuant to which they will establish a trading plan instructing a broker-dealer to purchase 150,000 shares of Parent Common Stock per calendar week subject to a maximum price limitation of \$31.50 per share and the limitations of Rule 10b-18 promulgated under the Securities Exchange Act of 1934, as amended, and applicable law. It is the intention of the Purchasing Parties to purchase shares of Parent Common Stock until the Instruction is terminated, which is expected to occur upon the earlier of, among other events, the purchase of 1,200,000 shares of Parent Common Stock and eight weeks following the commencement of purchases under the Instruction.”

SCHEDULE 13D

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

“References to percentage ownerships of Shares in this Schedule 13D are based upon the 30,629,213 Shares stated to be outstanding as of May 17, 2010 by the Issuer in the Issuer’s Quarterly Report on Form 10-Q for the quarter which ended April 4, 2010.

(a, b) As of the date hereof, the Master Fund may be deemed to be the beneficial owner of 9,025,356 Shares, constituting 29.47% of the Shares of the Issuer.

The Master Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,025,356 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,025,356 Shares.

The Master Fund specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, Harbinger LLC may be deemed to be the beneficial owner of 9,025,356 Shares, constituting 29.47% of the Shares of the Issuer.

Harbinger LLC has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 9,025,356 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 9,025,356 Shares.

Harbinger LLC specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, the Special Fund may be deemed to be the beneficial owner of 1,970,992 Shares, constituting 6.44% of the Shares of the Issuer.

The Special Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,970,992 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,970,992 Shares.

The Special Fund specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, HCPSS may be deemed to be the beneficial owner of 1,970,992 Shares, constituting 6.44% of the Shares of the Issuer.

HCPSS has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,970,992 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,970,992 Shares.

HCPSS specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, the Breakaway Fund may be deemed to be the beneficial owner of 1,453,850 Shares, constituting 4.75% of the Shares of the Issuer.

The Breakaway Fund has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,453,850 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,453,850 Shares.

The Breakaway Fund specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, HCP II may be deemed to be the beneficial owner of 1,453,850 Shares, constituting 4.75% of the Shares of the Issuer.

HCP II has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,453,850 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,453,850 Shares.

HCP II specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

SCHEDULE 13D

(a, b) As of the date hereof, HCP II GP may be deemed to be the beneficial owner of 1,453,850 Shares, constituting 4.75% of the Shares of the Issuer.

HCP II GP has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 1,453,850 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 1,453,850 Shares.

HCP II GP specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, Harbinger Holdings may be deemed to be the beneficial owner of 10,996,348 Shares, constituting 35.90% of the Shares of the Issuer.

Harbinger Holdings has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 10,996,348 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 10,996,348 Shares.

Harbinger Holdings specifically disclaims beneficial ownership in the Shares reported herein except to the extent it actually exercises voting or dispositive power with respect to such Shares.

(a, b) As of the date hereof, Philip Falcone may be deemed to be the beneficial owner of 12,450,198 Shares, constituting 40.65% of the Shares of the Issuer.

Mr. Falcone has the sole power to vote or direct the vote of 0 Shares; has the shared power to vote or direct the vote of 12,450,198 Shares; has sole power to dispose or direct the disposition of 0 Shares; and has shared power to dispose or direct the disposition of 12,450,198 Shares.

Mr. Falcone specifically disclaims beneficial ownership in the Shares reported herein except to the extent he actually exercises voting or dispositive power with respect to such Shares.

(c) The trading dates, number of Shares purchased and price per share for all Shares purchased by the Reporting Persons since filing the last amendment to this Schedule 13D is set forth in Exhibit U.

(d) Not applicable.

(e) Not applicable.”

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

No material change.

Item 7. Material to be Filed as Exhibits.

Exhibit U: Transactions in the Shares

Exhibit V: Joint Filing Agreement

SCHEDULE 13D

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**HARBINGER CAPITAL PARTNERS
MASTER FUND I, LTD.**

By: Harbinger Capital Partners LLC

By: Harbinger Holdings, LLC, Manager

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS LLC

By: Harbinger Holdings, LLC, Manager

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS SPECIAL SITUATIONS FUND, L.P.

By: Harbinger Capital Partners Special Situations GP, LLC

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS SPECIAL SITUATIONS GP, LLC

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

SCHEDULE 13D

GLOBAL OPPORTUNITIES BREAKAWAY LTD.

By: Harbinger Capital Partners II LP

By: Harbinger Capital Partners II GP LLC, General Partner

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS II LP

By: Harbinger Capital Partners II GP LLC, General Partner

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS II GP LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER HOLDINGS, LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

/s/ Philip Falcone
Philip Falcone

June 7, 2010

Attention: Intentional misstatements or omissions of fact constitute federal violations (see 18 U.S.C. 1001).

TRANSACTIONS IN THE SHARES**Transactions by Harbinger Capital Partners Master Fund I, Ltd.**

<u>Date of Transaction</u>	<u>Number of Shares Purchase</u>	<u>Price per Share (\$)</u>
May 04, 2010	320	29.70
May 04, 2010	80	29.73
May 04, 2010	400	29.74
May 04, 2010	3,600	29.80
May 04, 2010	58	29.90
May 04, 2010	800	29.95
May 04, 2010	160	29.98
May 04, 2010	582	29.99
May 04, 2010	1,200	30.00
May 05, 2010	880	29.10
May 05, 2010	240	29.15
May 05, 2010	160	29.16
May 05, 2010	160	29.17
May 05, 2010	240	29.19
May 05, 2010	720	29.21
May 05, 2010	2,880	29.25
May 05, 2010	80	29.27
May 05, 2010	80	29.27
May 05, 2010	80	29.30
May 05, 2010	80	29.32
May 05, 2010	800	29.40
May 05, 2010	800	29.68
May 06, 2010	80	28.36
May 06, 2010	160	28.50
May 06, 2010	240	28.51
May 06, 2010	319	28.54
May 06, 2010	80	28.55
May 06, 2010	80	28.56
May 06, 2010	80	28.57
May 06, 2010	320	28.66
May 06, 2010	160	28.72
May 06, 2010	241	28.81
May 06, 2010	160	28.82
May 06, 2010	560	28.98
May 06, 2010	160	29.04
May 06, 2010	400	29.15
May 06, 2010	1,200	29.20
May 06, 2010	160	29.22
May 06, 2010	240	29.25
May 06, 2010	400	29.28
May 06, 2010	160	29.30
May 06, 2010	160	29.35
May 06, 2010	160	29.40
May 06, 2010	160	29.41
May 06, 2010	320	29.45
May 06, 2010	400	29.47
May 06, 2010	80	29.53
May 06, 2010	160	29.55
May 06, 2010	160	29.70
May 06, 2010	160	29.75
May 06, 2010	80	29.76
May 06, 2010	80	29.79
May 06, 2010	80	29.80

Transactions by Harbinger Capital Partners Special Situations Fund, L.P.

<u>Date of Transaction</u>	<u>Number of Shares Purchase</u>	<u>Price per Share (\$)</u>
May 04, 2010	80	29.70
May 04, 2010	20	29.73
May 04, 2010	100	29.74
May 04, 2010	900	29.80
May 04, 2010	15	29.90
May 04, 2010	200	29.95
May 04, 2010	40	29.98
May 04, 2010	145	29.99
May 04, 2010	300	30.00
May 05, 2010	220	29.10
May 05, 2010	60	29.15
May 05, 2010	40	29.16
May 05, 2010	40	29.17
May 05, 2010	60	29.19
May 05, 2010	180	29.21
May 05, 2010	720	29.25
May 05, 2010	20	29.27
May 05, 2010	20	29.27
May 05, 2010	20	29.30
May 05, 2010	20	29.32
May 05, 2010	200	29.40
May 05, 2010	200	29.68
May 06, 2010	20	28.36
May 06, 2010	40	28.50
May 06, 2010	60	28.51
May 06, 2010	80	28.54
May 06, 2010	20	28.55
May 06, 2010	20	28.56
May 06, 2010	20	28.57
May 06, 2010	80	28.66
May 06, 2010	40	28.72
May 06, 2010	60	28.81
May 06, 2010	40	28.82
May 06, 2010	140	28.98
May 06, 2010	40	29.04
May 06, 2010	100	29.15
May 06, 2010	300	29.20
May 06, 2010	40	29.22
May 06, 2010	60	29.25
May 06, 2010	100	29.28
May 06, 2010	40	29.30
May 06, 2010	40	29.35
May 06, 2010	40	29.40
May 06, 2010	40	29.41
May 06, 2010	80	29.45
May 06, 2010	100	29.47
May 06, 2010	20	29.53
May 06, 2010	40	29.55
May 06, 2010	40	29.70
May 06, 2010	40	29.75
May 06, 2010	20	29.76
May 06, 2010	20	29.79
May 06, 2010	20	29.80

JOINT FILING AGREEMENT

The undersigned agree that this Amendment No. 6 dated June 7, 2010 relating to the shares of Common Stock (par value \$0.01 per share) of Spectrum Brands, Inc. shall be filed on behalf of the undersigned.

**HARBINGER CAPITAL PARTNERS
MASTER FUND I, LTD.**

By: Harbinger Capital Partners LLC

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS LLC

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

**HARBINGER CAPITAL PARTNERS SPECIAL
SITUATIONS FUND, L.P.**

By: Harbinger Capital Partners Special Situations GP, LLC

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

**HARBINGER CAPITAL PARTNERS SPECIAL
SITUATIONS GP, LLC**

By: Harbinger Holdings, LLC, Managing Member

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

GLOBAL OPPORTUNITIES BREAKAWAY LTD.

By: Harbinger Capital Partners II LP

By: Harbinger Capital Partners II GP LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS II LP

By: Harbinger Capital Partners II GP LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER CAPITAL PARTNERS II GP LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

HARBINGER HOLDINGS, LLC

By: /s/ Philip Falcone
Name: Philip Falcone
Title: Managing Member

/s/ Philip Falcone
Philip Falcone

June 7, 2010