

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>D. E. SHAW LAMINAR PORTFOLIOS, L.L.C.</u>  (Last) (First) (Middle) 120 WEST FORTY-FIFTH STREET 39TH FLOOR  (Street) NEW YORK NY 10036  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Spectrum Brands, Inc. [ SPEB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)  See footnotes 1 and 2.
	3. Date of Earliest Transaction (Month/Day/Year) 09/17/2009	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Common Stock	09/17/2009		S		131,143	D	\$23	4,069,995	D <sup>(1)(2)</sup>	

**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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
D. E. SHAW LAMINAR PORTFOLIOS, L.L.C.  
 (Last) (First) (Middle)  
 120 WEST FORTY-FIFTH STREET  
 39TH FLOOR  
 (Street)  
 NEW YORK NY 10036  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
D. E. SHAW & CO, L.P.  
 (Last) (First) (Middle)  
 120 WEST FORTY-FIFTH STREET  
 39TH FLOOR  
 (Street)  
 NEW YORK NY 10036  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
D. E. SHAW & CO, L.L.C.  
 (Last) (First) (Middle)

120 WEST FORTY-FIFTH STREET  
39TH FLOOR

(Street)  
NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

SHAW DAVID E

(Last) (First) (Middle)  
120 WEST FORTY-FIFTH STREET  
39TH FLOOR

(Street)  
NEW YORK NY 10036

(City) (State) (Zip)

**Explanation of Responses:**

1. The securities reported in this Form 4 are directly held by D. E. Shaw Laminar Portfolios, L.L.C. ("Laminar"), D. E. Shaw & Co., L.P. ("DESCO LP"), as investment adviser to Laminar; D. E. Shaw & Co., L.L.C. ("DESCO LLC"), as managing member of Laminar; and David E. Shaw (as president and sole shareholder of D. E. Shaw & Co., Inc. ("DESCO, Inc."), which is the general partner of DESCO LP, and as president and sole shareholder of D. E. Shaw & Co. II, Inc. ("DESCO II, Inc."), which is the managing member of DESCO LLC) may be deemed to be beneficial owners of the securities reported in this Form 4 for purposes of Rule 16a-1(a) of the Securities Exchange Act of 1934.

2. (Continued from footnote 1) In accordance with instruction 4(b)(iv), the entire number of shares of Common Stock of the Issuer that may be deemed to be beneficially owned by Laminar, DESCO LP, or DESCO LLC is reported herein. Each of DESCO LP, DESCO LLC, and David E. Shaw disclaims any beneficial ownership of any security listed in this Form 4, except to the extent of any pecuniary interest therein.

D. E. Shaw Laminar Portfolios,  
L.L.C. By: Rochelle Elias, 09/21/2009  
Authorized Signatory

D. E. Shaw & Co., L.P. By:  
Rochelle Elias, Chief 09/21/2009  
Compliance Officer

D. E. Shaw & Co., L.L.C. By:  
Rochelle Elias, Chief 09/21/2009  
Compliance Officer

David E. Shaw By: Rochelle  
Elias, Attorney-in-Fact for 09/21/2009  
David E. Shaw

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.