

Spectrum Brands



2013 Business Summary Spectrum Brands Holdings

REMINGTON



Russell Hobbs

united
INDUSTRIES

Hardware &
Home Improvement



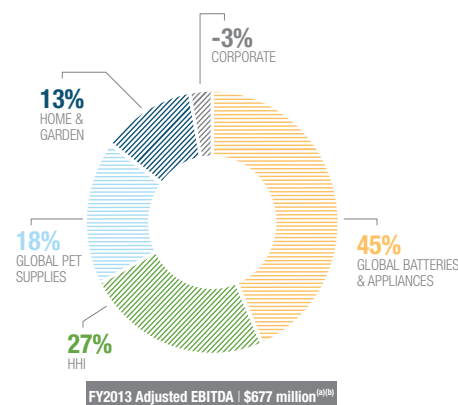
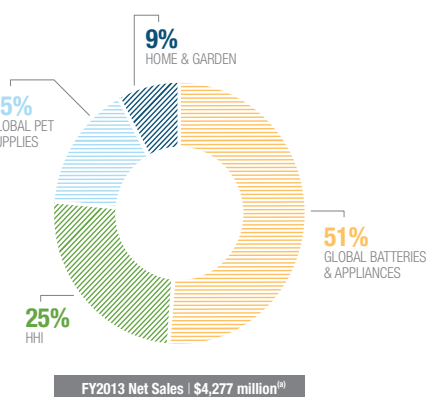
VARTA

RAYOVAC

**Innovation.
Value.
Growth.
Expansion.**

Spectrum Brands Holdings is a global and diversified consumer products company with market-leading, high-performance and value-based brands. Our fiscal 2013 net sales were \$4.28 billion on a pro forma basis including the Hardware & Home Improvement Group (HHI) which was acquired in December 2012.

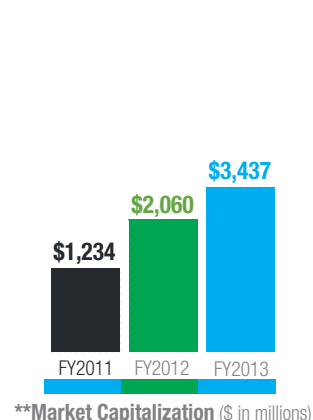
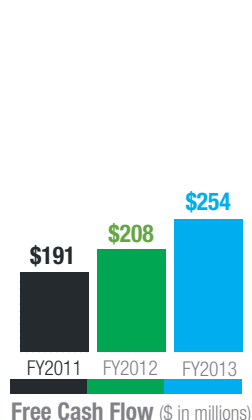
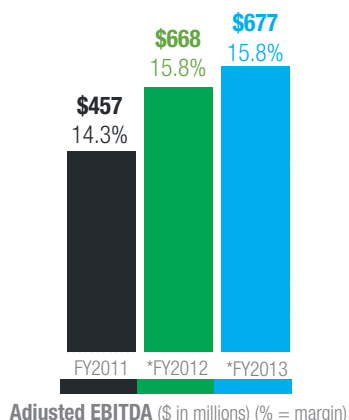
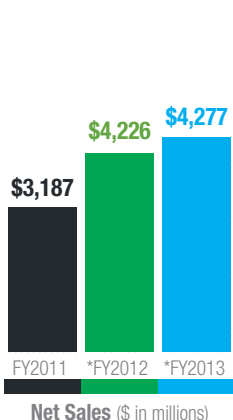
Headquartered in Middleton, Wisconsin, we are a leading worldwide supplier of residential locksets, residential builders' hardware, faucets, shaving and grooming products, personal care products, small household appliances, consumer batteries, specialty pet supplies, lawn and garden and home pest control products, and personal insect repellents. Our products are well-known, widely trusted, sold



by the world's top 25 retailers, and available in more than one million stores in approximately 140 countries on six continents. Our brands are largely non-discretionary, non-premium priced, home-related, replacement packaged goods used by consumers on a daily basis.

Home and Garden; and Hardware & Home Improvement (HHI). We have approximately 13,500 employees in 55 countries. Our manufacturing and product development facilities are located in the United States, Europe, Latin America and Asia.

Our reporting segments are Global Batteries & Appliances (Personal Care and Home Appliances); Global Pet Supplies;



SPECTRUM VALUE MODEL

**SAME PERFORMANCE.
LESS PRICE. BETTER VALUE.**

**MARKET POSITIONING.
FOCUS ON #2 BRANDS IN MARKETS
WITH HIGH BARRIERS TO ENTRY.**

**VALUE TO RETAILERS.
BEST RETAILER MARGIN;
CATEGORY MANAGEMENT; MERCHANDISING.**

*Pro forma as if the HHI acquisition was completed at the beginning of each fiscal year. **At fiscal year-end.

^(a)Pro forma as if the HHI acquisition was completed at the beginning of FY2013. ^(b)Includes \$18 million of corporate/unallocated expenses.



With our rich history of product and packaging innovation, Spectrum Brands leverages strong brand names, long-standing global retailer relationships, and significant research and development efforts to introduce pioneering and unique products offering enhanced value to consumers through new designs and improved functionality embodied most often



in our well-known “Spectrum Value Model” of “same or better performance/less price”.

Our Company’s newly built and more economical and energy-efficient world headquarters in Middleton, Wisconsin, provides 20 percent additional space for R&D to help fuel growth and ensure a stream of innovative products with important benefits and features for retailers and consumers around the world.

Among many highlights of our world headquarters is the “Spectrum Brands Institute of Design & Technology” with its state-of-the-art labs, equipment and test kitchen devoted to research



innovation and new product development for our Company’s global battery, personal care and home appliances businesses. Other advanced facilities in the U.S., Europe and Asia support similar initiatives for our Company’s other divisions.



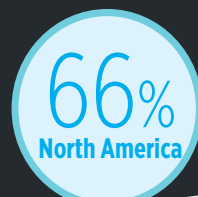
Today Spectrum Brands is a clear category leader with top three market positions, often number one or number two, across all 10 of our major product segments in North America, Latin America and Europe. Leading market positions enable our Company to obtain favorable



shelf space and additional product listings with major retailers as well as allow Spectrum Brands to maintain strong brand awareness and image among consumers. Because many of our products are positioned as value brands, our Company is able to benefit from consumers’ increasing focus on value.

AN ATTRACTIVE GEOGRAPHIC FOOTPRINT

FY2013 Net Sales



Global Expansion

PRINCIPAL OWNED/LEASED MANUFACTURING, PACKAGING AND DISTRIBUTION FACILITIES

GLOBAL BATTERIES & APPLIANCES

- Fennimore, Wisconsin
- Portage, Wisconsin
- Deforest, Wisconsin
- Dischingen, Germany

- Washington, UK
- Guatemala City, Guatemala
- Jaboatao, Brazil
- Dixon, Illinois
- Ellwangen-Neunheim, Germany
- Redlands, California

- Manchester, England
- Wolverhampton, England
- Wolverhampton, England

HARDWARE & HOME IMPROVEMENT

- Brockville, Canada
- Charlotte, North Carolina
- Cobourg, Canada
- Denison, Texas

21%
Europe

5%
Rest of World

Global Perspective, Local and Regional Focus

Leveraging the Spectrum Value Model, we are well-positioned to build on our successful business strategy with our broad portfolio of largely replacement, home-based and non-discretionary products used by consumers worldwide in their everyday lives. Innovative umbrella or hero products launching around the world are adding a new dimension to market growth. Regional and local market expansion will be driven by a mix of more retailers, more countries, more listings, more categories, and more channels, including more resources to help customers grow their e-commerce presence. Targeted growth opportunities exist for all of our businesses in our large and stable North American home market. With best-in-class global R&D, new product development (NPD) and continuous improvement (CI) platforms, our Company continues pursuit of numerous geographic expansion opportunities.



Western and Eastern Europe remain compelling growth territories for our consumer battery, personal care, home appliance, and companion animal products. In Latin America, with its favorable macroeconomic trends and higher population growth rates, Spectrum Brands is expanding its personal care and home appliances businesses and mapping plans for more rapid pet supplies expansion. Our Company's newest business, Hardware & Home Improvement, is focused on accelerated growth in Latin America and in China and other emerging Asian economies, with an eye to entering a large, new market in Europe.

● Owned ● Leased

Fort Mill, South Carolina
Mexicali, Mexico
Mira Loma, California
Monterrey, Mexico
Nogales, Mexico

Shenzhen, China
Subic Bay, Philippines
Xiamen, China
Xiaolan, China

GLOBAL PET SUPPLIES

Noblesville, Indiana
Bridgeton, Missouri
Blacksburg, Virginia
Melle, Germany
Melle, Germany

Edwardsville, Illinois
Phnom Penh, Cambodia
Roanoke, Virginia
HOME AND GARDEN
Vinita Park, Missouri
Earth City, Missouri

Your smartphone is now your key

Our Hardware & Home Improvement (HHI) division is a major manufacturer and supplier of residential locksets, residential builders' hardware and faucets with a portfolio of renowned brands, including Kwikset®, Weiser®, Baldwin®, National Hardware®, Stanley®, FANAL®, Pfister™ and EZSET®. HHI is a leader with number-one positions in U.S. residential locksets (Kwikset), Canada residential locksets (Weiser), U.S. luxury locksets (Baldwin), and U.S. builders' hardware (National Hardware and Stanley), number two in Mexico residential hardware (FANAL), and number three in U.S. retail plumbing (Pfister).



Kwikset

BALDWIN

PfISTER™

WEISER

**National
Hardware™**

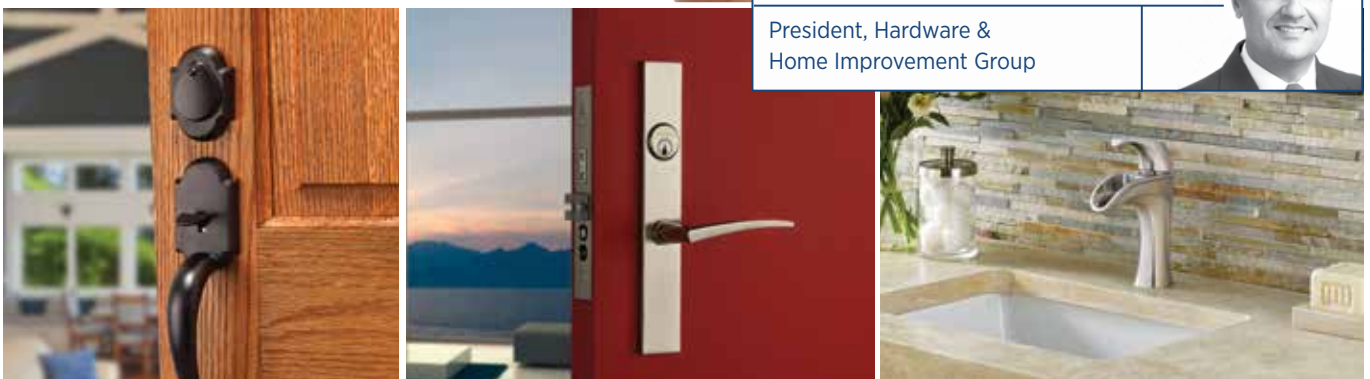
STANLEY®

FANAL®

EZSET

Gregory J. Gluchowski, Jr.

President, Hardware &
Home Improvement Group





Stay connected wherever life takes you

We are a worldwide leader in battery power and innovation with products spanning the globe, from North America to Europe to Latin America. In Europe, VARTA® is the second largest alkaline battery brand. In North America, Rayovac® is the number-three brand with a well-defined value proposition and growing market share. Throughout Latin America, the Rayovac® brand is the battery market leader.



James A. Heidenreich	
Senior Vice President & General Manager, Global Batteries	



Our product portfolio, which lasts as long as the competition but costs less, features a variety of high-performance consumer batteries and lighting products, along with new portable power products.



Virtually Indestructible Flashlights
SURVIVE UP TO 30 FOOT DROP TEST

Rayovac Hearing Aid Batteries Last Up To
33% LONGER THAN OTHER BRANDS*

Batteries | Portable Power | Rechargeables | Hearing Aid Batteries | Flashlights | Coin Cells

*SOURCE: INTERNAL TESTING BASED ON NEW ANSI TEST REGIME; JAN 2014

REMINGTON®

Investing in Successful Innovation

Remington® is “How the World Gets Ready.” A leading global provider of men’s and women’s grooming and styling products, Remington® is an innovator of affordable hair care appliances, hair accessories, electric shavers, and body groomers and trimmers.

*i*LIGHT[™]
PRO
professional
hair removal results at home

Steven M. Fraundorfer

Senior Vice President &
General Manager, Global Appliances



Get ready to turn heads

The new Remington Silk collection is designed to get you ready to look your best. This luxurious range of styling tools includes our hottest, fastest* Straightener, Ultimate Styler, Curling and Waving Wands and Dryer to give you silky smooth curls and waves or super glossy straight results.

Designed with a ceramic coating infused with silk proteins, this professional range promises effortless, stunning results every time, so you can perfect your look with Silk.

The Remington Silk collection, get ready to turn heads.

SILK silk Ceramic

REMINGTON®
How the world gets ready

Remington® on hair at home

In North America, Remington® is the leader in women’s shavers and number two in men’s shavers and hair care appliances. Across Europe, Remington® is one of the top two hair care brands. Remington® is looking to expand its portfolio into the huge global market for aesthetic dermatology products in addition to its existing range of permanent hair removal products.





Leading Positions in Six Categories

Our Russell Hobbs® business has leading positions in six kitchen/home appliance categories, including indoor grills, irons, toaster ovens, toasters, citrus juicers and bread makers. Our well-known brands include George Foreman®, Black & Decker®, Farberware®, Breadman®, Juiceman® and, in Europe, Russell Hobbs®.

BLACK+DECKER

GEORGE FOREMAN

Breadman

Juiceman

FARBERWARE



Our products appeal to consumer trends for healthy eating and stay-at-home cooking. Russell Hobbs® has a leading presence in North America and Western Europe, primarily the U.K., and Australia, with growing positions in Eastern Europe and Latin America.



Outdoor Spaces, Made Better.

Spectracide®, Garden Safe®, Liquid Fence®, Hot Shot®, Black Flag®, Cutter® and Repel® are among highly recognized and trusted brands in our United Industries' Home and Garden product portfolio.

Randy D. Lewis

Senior Vice President &
General Manager, Home and Garden



They include home, lawn and garden insect and weed control products, and mosquito and animal repellents in U.S. markets with high barriers to entry. Retail distribution includes home improvement centers, mass merchandisers, hardware stores, grocery stores, dollar stores and drug stores. Our branded value products deliver exceptional results and occupy the number-one or number-two positions in most of our categories.



Insect & Weed Control | Mosquito & Animal Repellents



Barry J. Seenberg	
Senior Vice President & General Manager, Global Pet Supplies	
	

Something we all can smile about

Our United Pet Group (UPG) is the leading manufacturer of consumer products for pet supply markets globally. With distribution across North America, Europe and Japan, our products are well recognized for delivering exceptional value and trusted results.



Our retail partners count on UPG for innovative products, customized solutions and merchandising excellence.



100% REAL CHICKEN JERKY TREATS FOR DOGS



Brought to you by the folks at Dingo, so you know it has the delicious taste your dog loves.



MADE IN THE USA

{ NO ARTIFICIAL FLAVORS AND NO CHICKEN BY-PRODUCTS }

In aquatics, Tetra® is the premium brand name with products including fish food and water treatments, aquariums, filters, heaters, pumps and other supplies. Our companion pet products include treats, cleanup and training aid products, health and grooming aids, and bedding marketed under brands such as 8-in-1®, Dingo®, FURminator® and Nature's Miracle®.



A Conversation with the CEO & CFO

We are a very attractive partner for retailers and a compelling option for consumers.

- David R. Lumley
Chief Executive Officer

Spectrum Brands reported its fourth consecutive year of record performance in fiscal 2013 with results that met or exceeded financial guidance. Our Company expects fiscal 2014 to be a fifth consecutive year of record results, including an increase in free cash flow to at least \$350

million, or about \$7 per share, a significant improvement from a record \$254 million in fiscal 2013 and \$208 million in fiscal 2012. Our Company's fiscal 2013 adjusted EBITDA margin of 15.8 percent was meaningfully greater than our peer group average.



WHAT IS SPECTRUM BRANDS' STRATEGY?

Lumley: We focus on and drive high cash-generating, consumer products businesses by maximizing our Spectrum Value Model and our global new product development and shared services infrastructures, increasing distribution/shelf space at key retailers, adding new retail customers, and expanding internationally. In fiscal 2014, we are launching "umbrella" products in all divisions to help increase sales and distribution. Some of them are shown in this report. And, we will maintain a continuous improvement culture, a lean and efficient operating structure, and strong expense controls.

WHAT ARE THE ADVANTAGES OF HAVING SUCH A DIVERSE GROUP OF BUSINESSES AND BRANDS?

Lumley: Our Company is well-balanced seasonally and geographically. We have diverse, valued-based, market-leading and largely non-discretionary products that compete in multiple, large and stable categories with attractive growth prospects. Our brands are widely trusted, enduring and generally carry a low cash register ring. We have a good retailer customer balance globally. This gives us timely and clear insight into consumer trends and needs with our everyday, replacement product portfolio. There are many cross-selling opportunities across the businesses by geography and by retailer. We have a very experienced and proven senior management team with a record of achievement not only here at Spectrum Brands but also in previous

executive roles at other leading consumer companies.

Genito: It is important to note that our battery business, like our small appliances and personal care division, generates significant free cash flow that we can deploy in a number of ways to enhance shareholder value, such as debt reduction or investing in our higher-margin businesses.

WHAT ARE THE PRIORITY USES OF YOUR FREE CASH FLOW?

Genito: Our top priority is debt retirement and reducing our total leverage. We plan to pay down about \$250 million of term debt in fiscal 2014. We are servicing a quarterly dividend that has been increased 20 percent to \$0.30 per share from \$0.25. Our Board has authorized a \$200 million common stock repurchase program effective over 24 months. It will be used in conjunction with our debt reduction goals and especially when our share value trades below our view of "intrinsic value" based upon our free cash flow metrics. Finally, we continue to look for accretive, bolt-on acquisitions. With the significant increase we expect in our fiscal 2014 free cash flow, we have a lot more flexibility and options.

JUST WHAT IS THE SPECTRUM VALUE MODEL?

Lumley: It is the heart of our Company - a game changer redefining the value proposition for retailers and consumers and helping to provide stability and sustainable earnings. It is a go-to-market strategy that delivers genuine value to retailers and consumers with products that work as well

as, or better than, our competitors - and for a lower cost. It provides higher margins and lower acquisition costs to our retail customers, with retail category growth, market share gains and excellent category management and merchandising. We concentrate on winning at point of sale and not through brand advertising. So we can invest in product performance, R&D and cost improvement. That's our model and it is working. Our products are performance-driven brands. This allows us to benefit from consumers' increasing focus on value and openness to trial and brand conversion against often slower-selling, and sometimes declining, premium-priced products. What's the takeaway? Value is winning in the marketplace with today's smart shoppers. We think Spectrum Brands is a very attractive partner/leverage for retailers and a compelling option for consumers.

WHY DO YOU LIKE YOUR CONSUMER BATTERY BUSINESS?

Lumley: It is our principal global platform for the growth of our many product lines and the historic foundation for our brand strength, product quality, customer value proposition, solid retailer relationships, consistent profitability and strong cash flow. Its unit growth tends to track GDP rates. Simply put, it is a strong EBITDA-producing, cash flow generator with steady performance year-in and year-out. We like that.

WHAT IS YOUR ACQUISITION APPROACH?

Lumley: As our Black Flag and FURminator acquisitions in late 2011 and Liquid Fence acquisition in early 2014 showed, we look for accretive, tuck-in acquisitions primarily in our Pet and Home and Garden divisions that bring quick and major manufacturing and SG&A cost synergies, along with commercial benefits such as new customer channels and geographies. Think of these as like businesses for like retailers.

Genito: Given its size, our accretive HHI acquisition was transformational in nature, adding a major new leg to our platform of businesses and giving us increased scale, diversity, margins and free cash flow from brands with largely number-one market shares. We think it was the right acquisition

A Conversation with the CEO & CFO

at the right time, and we now have identified bolt-on opportunities for HHI as well. Our approach to acquisitive growth is patient and disciplined, no matter what the size of the target candidate might be.

CAN YOU TALK ABOUT SPECTRUM BRANDS' TRACK RECORD FOR ACQUISITIONS, INTEGRATION, LEVERAGE REDUCTION, AND MARGIN ENHANCEMENT?

Genito: In our skills set, we think we are a proven integrator. We exceeded our synergy goals in the 2010 Russell Hobbs acquisition, rapidly integrated our FURminator and Black Flag tuck-in purchases, and have integrated our large HHI acquisition smoothly and ahead of schedule. Our strong free cash flow generation, enhanced by our \$1.2 billion of usable NOLs in the U.S., has been used primarily to reduce debt, specifically \$580 million of term loan repayments since the start of fiscal 2011 to further reduce interest expense. Our total leverage declined from 5.4 times in fiscal 2009 to 3.4 times in fiscal 2012. Our target total leverage range is 2.5 times to 3.5 times. Our cost of debt has fallen from over 9 percent in fiscal 2010 to below 5 percent today, and annual cash interest payments have declined significantly from 3 refinancings in recent years. We have a relatively low appetite for capital expenditures, and more than two-thirds of our spending is for new product development and cost reductions.

We think our business model is resilient and can withstand pressures associated with economic uncertainty, as our performance has shown in this extended recessionary period with a challenged consumer. For instance, we have steadily grown our adjusted EBITDA margins by about 280 basis points from 13% in fiscal 2009 to 15.8% in fiscal 2013.

WHAT DO YOU MEAN BY GLOBAL CONTINUOUS IMPROVEMENT AND GLOBAL NEW PRODUCT DEVELOPMENT? WHY ARE THEY IMPORTANT?

Lumley: For some years now, our businesses have been tasked with delivering a 3 to 5 percent annual reduction in their cost of goods sold. This continuous improvement, or CI, focus enables us to overcome product cost increases and other inflationary pressures, as well as invest in new products and product enhancements. Cost improvement is a part of Spectrum Brands' "DNA". Using cross-functional teams, we approach new product development, or NPD, through global platforms, with an emphasis on commonality of parts to standardize and reduce supply chain costs and vendors.



Our cost of debt has fallen from over 9% in fiscal 2010 to below 5% today.

- Anthony L. Genito
Chief Financial Officer

WHAT ARE YOUR MOST IMPORTANT FINANCIAL METRICS?

Genito: Two key metrics continue to drive our decision making – growing adjusted EBITDA and free cash flow. We operate our Company to maximize sustainable free cash flow and create greater, long-term shareholder value. This gives us a clear line of sight on accountability to shareholders. Our long-term and short-term management incentive compensation programs are based largely on these metrics, aligning us with investor priorities. We also have instituted a mandatory stock ownership program for senior management.

WHAT DOES THE RETAIL CUSTOMER PROFILE LOOK LIKE?

Lumley: We have long-term relationships with a diverse and loyal base of customers, some over 20 years in fact. In recent years, we have added a number of new customers here and abroad. Our largest customer in fiscal 2013 was about 17 percent of our total sales, and the rest of our top 10 customers accounted for about 18 percent. We pride ourselves on providing the best retailer margin and outstanding category management and merchandising to strengthen and extend our retailer partnerships. We are strongly aligning with our retailer partners to accelerate their e-commerce sales of our products. This is a big opportunity. So there is a real place in today's world for best value, performance-based, home-related products. That's us.

WHAT ARE THE BIGGEST RISKS TO SPECTRUM BRANDS?

Lumley: It is a question every company assesses. Risk management is ongoing. But because of our product and geographic mix and balance, and the predictability and strength of our cash flows, we really do not see major, overriding risks. We are seeing erratic competitive responses to the success of our value-based market share growth – increased discounting and promotional activity generally from slower-

selling, premium-priced brands which may be declining. But we are ready for that and are meeting it head-on. Value is our weapon, and, again, it is a winner in today's market.

HOW WILL SPECTRUM BRANDS KEEP GROWING?

Lumley: We enjoy steady, high cash flow generating platforms in batteries and appliances, with their powerful brands, joined with higher-margin, expanding pet supplies and home and garden businesses. Now add to that HHI with its strong margins and major global growth opportunities in its three categories of residential locks, builders' hardware and plumbing. We have "umbrella", hero products launching now to drive growth. International expansion remains a significant opportunity. And we continue to pursue organic growth with a mix of volume increases, new retailers, retail distribution gains, new products, cross-selling opportunities, select pricing actions and, again, geographic expansion.

In closing, Tony Genito and I want to thank our Board of Directors for their continuing commitment and valuable guidance. We also are grateful to our talented employees around the world for their dedication, productivity and enthusiasm in building an even stronger Spectrum Brands. We look forward to continuing our journey to provide an even more prosperous future for our stakeholders.

David R. Lumley
Chief Executive Officer

Anthony L. Genito
Chief Financial Officer

April 2014

Buying Value

We invest in companies that we consider undervalued or fairly valued with attractive financial or strategic characteristics

Partnering with Leadership

We select strong leadership teams, work with them to establish specific objectives, and regularly review their strategy and performance

BUILDING DURABLE BUSINESSES



David M. Maura

Managing Director and Executive Vice President of Investments, Harbinger Group Inc.

Chairman of the Board, Spectrum Brands Holdings

At Harbinger Group Inc. (HRG), our mission is clear – we seek to buy great businesses at good values, we look to partner with great operators at the companies we control, and with each business we seek to build long-term sustainable value. In the case of Spectrum Brands, our primary focus is building and maximizing the company’s sustainable free cash flow generation.

Our involvement with Spectrum Brands began more than 5 years ago. In fact, in 2009, we helped support the company through its restructuring. After we helped stabilize Spectrum Brands’ balance sheet, we facilitated the merger of Russell Hobbs into the company’s Remington personal care division, which has been a fantastic strategic fit. When we began to put that

combination together, we told the investment community that annual synergies could approximate \$25 million. However, we were delighted to prove ourselves wrong and achieve more than \$45 million of annual synergies from that combination. The Russell Hobbs merger was completed on June 16, 2010, creating a \$3 billion consumer products company. In January of 2011, HRG acquired the controlling interest in Spectrum Brands through a stock swap. Later that year, on November 1, 2011, the company acquired the Black Flag & TAT brand assets for Spectrum Brands’ Home & Garden division. Black Flag, although a small tuck-in deal, was immediately accretive and an excellent fit with HRG’s strategy to pursue synergistic, bolt-on acquisitions that expand Spectrum Brands’ product line with strong, complementary brands,

increase market penetration, leverage the Spectrum Value Model, and provide for manufacturing and distribution synergies. The next month, in December 2011, Spectrum Brands acquired the FURminator company to further strengthen its Global Pet Supplies business. I am thrilled that both the Black Flag and FURminator businesses were quickly and seamlessly integrated, and under our stewardship we have effectively doubled the earnings of both businesses.

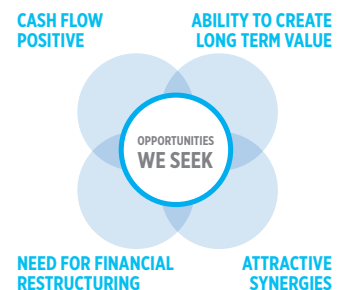
As a buyer and builder of businesses, HRG is careful about the prices it pays for acquisitions and focused on the importance of integration. We pay close attention to the allocation of capital resources, which are both finite and many times scarce. This requires discipline, sometimes passing up a potential opportunity in the better interest of the business as a whole. The bottom line is that growing through acquisitions is a very fluid, dynamic process that is constantly changing, and we must exercise tremendous discipline in this area to avoid potentially costly mistakes.

A year after the FURminator deal, we purchased the Hardware & Home Improvement (HHI) business from Stanley Black & Decker in December 2012. We won the auction for the asset and we funded the \$1.4 billion purchase entirely with debt capital. After significantly reducing debt over the previous three years, we did not take on new debt lightly. However, the deal was substantially accretive to our sales, EBITDA, EPS and, most importantly, our free cash flow generation capabilities. While conducting the due diligence with members of Spectrum Brands' management team, we became very impressed with the operators of the HHI business. We firmly believed HHI shared our value system and our

"Spectrum Value Model" culture. The HHI integration has not been without challenges, given that it was a complex "carve-out" from a large multinational corporation. But with the integration basically done and behind us only one year later, we could not be more proud of the job Spectrum Brands and HHI have done to come together and strive for a future to deliver great, innovative products to our consumers around the world. Clearly our customers are embracing this, as HHI has reported solid sales and EBITDA results and launched some exciting

culture we have fostered and cultivated in the organization. I want each manager to be, and act like, an owner of the business. I tell every operator the story of the rented car: Most people who "rent" cars don't wash them. However, people who work hard and save up to purchase a car not only wash it, but they also take great care of it. I strive to keep instilling an ownership mentality in the company because I have found that with an ownership culture, there is greater responsibility and accountability! These are vital ingredients to ensure we do our

We are a "pay for performance" culture. And I am very proud of the "ownership" culture we have fostered and cultivated...



new products like Kwikset Kevo. Congratulations to all managers and employees for such a tremendous job so far. The future is truly bright for Spectrum Brands. As I like to say, our best days are still in front of us.

At HRG, and as Chairman of Spectrum Brands' Board of Directors, my role is to help set the strategic direction and vision for the business, help with the capital structure and financing of the company, and effectively manage all M&A opportunities. Most of my time is concentrated on making sure the team is focused on its business and financial goals. This translates into a lot of time and energy thinking about organization and compensation. We are a "pay for performance" culture. And I am very proud of the "ownership"

very best for our customers, fellow workers, communities, suppliers, creditors and investors.

It has been my honor and privilege to help build and steer such a great organization and such a talented group of managers and employees. To date we have been successful in our goal to maximize the sustainable free cash flow generation capacity of the business, and we have been providing all stakeholders with solid investment returns. It is with great confidence I can reiterate that Spectrum Brands' best days truly are ahead of us!

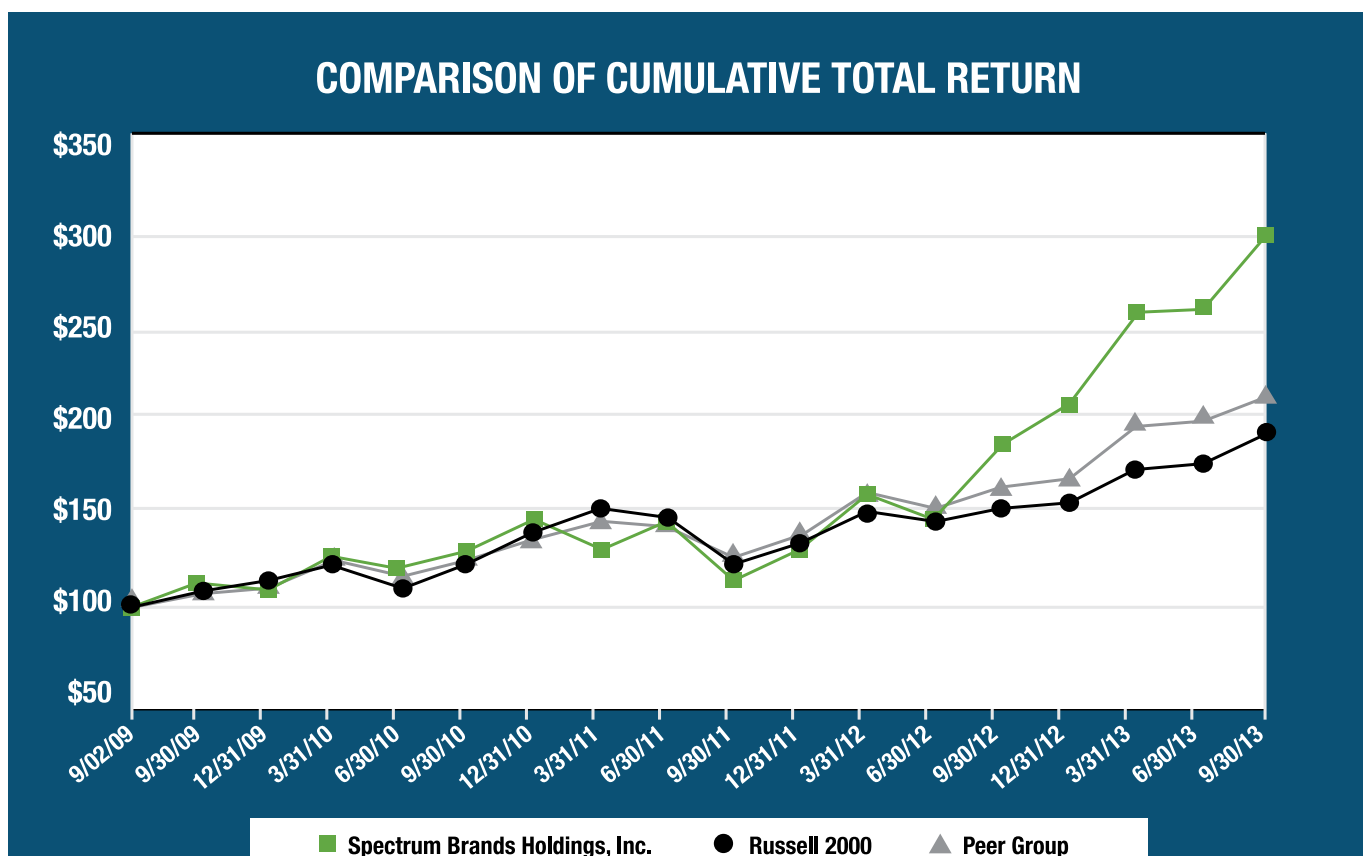
Comparison of Total Stockholder Return

The following graph compares the cumulative total stockholder return on our Common Stock to the cumulative total return of (i) the Russell 2000 Financial Index, and (ii) our peer group selected in good faith, which is composed of the following companies: Central Garden & Pet Company, Church & Dwight Co., Inc., The Clorox Company, Energizer Holdings, Inc., Exide Technologies, Fortune Brands Home & Security, Inc., Hanesbrands Inc., Hasbro, Inc., Jarden Corporation,

Mattel, Inc., Newell Rubbermaid Inc., Nu Skin Enterprises, Inc., The Scotts Miracle-Gro Company, Stanley Black & Decker, Inc., and Tupperware Brands Corporation. There has been no change in our peer group between Fiscal 2012 and Fiscal 2013.

The comparison below assumes that \$100 was invested in (i) the Common Stock of SBI (the "SBI Common Stock") from September 2, 2009 until June 16, 2010, and (ii) following the completion of the Merger, our

Common Stock from June 16, 2010 until September 30, 2013. The comparison is based upon the closing price of the SBI Common Stock or our Common Stock, as applicable, and assumes the reinvestment of all dividends, if any. The returns of each of the companies in our peer group are weighted according to the respective company's stock market capitalization at the beginning of each period for which a return is indicated.



In accordance with the rules of the SEC, this section, captioned "Comparison of Total Stockholder Return," shall not be incorporated by reference into any of our future filings made under the Securities Exchange Act of 1934 or the Securities Act of 1933. The Comparison of Cumulative Total Return graph above, including any accompanying tables and footnotes, is not deemed to be soliciting material or deemed to be filed under the Exchange Act or the Securities Act.

Company Information

SENIOR CORPORATE OFFICERS

David R. Lumley
President and
Chief Executive Officer
Age 59; joined Company in 2006

Anthony L. Genito
Executive Vice President and
Chief Financial Officer
Age 57; joined Company in 2004

Andreas R. Rouvé
President, International and
Chief Operating Officer
Age 52; joined Company in 2002

Nathan E. Fagre
Senior Vice President,
General Counsel and Secretary
Age 58; joined Company in 2011

Stacey L. Neu
Senior Vice President,
Human Resources
Age 47; joined Company in 2005

Gregory J. Gluchowski, Jr.
President, Hardware & Home
Improvement Group
Age 48; joined Company in 2012

Steven M. Fraundorfer
Senior Vice President and
General Manager, Global Appliances
Age 46; joined Company in 1993

James A. Heidenreich
Senior Vice President and
General Manager, Global Batteries
Age 47; joined Company in 2008

Randy D. Lewis
Senior Vice President and
General Manager, Home and Garden
Age 47; joined Company in 1997

Barry J. Seenberg
Senior Vice President and
General Manager, Global Pet Supplies
Age 50; joined Company in 1998

CORPORATE HEADQUARTERS

Spectrum Brands Holdings, Inc.
3001 Deming Way
P.O. Box 620992
Middleton, WI 53562
608.275.3340
www.spectrumbrands.com



STOCK EXCHANGE

The common shares of Spectrum Brands Holdings, Inc. trade on the New York Stock Exchange under the ticker symbol SPB. Our Company is a member of the Russell 2000 Index.

INVESTOR, SHAREHOLDER AND MEDIA CONTACT

David A. Prichard
Vice President, Investor Relations
and Corporate Communications
608.278.6141
david.prichard@spectrumbrands.com

COMPANY INFORMATION

Copies of the Annual Report, the Annual Report on Form 10-K and quarterly reports on Form 10-Q may be obtained, without charge, by writing to Investor Relations at the corporate headquarters address, by calling 608.275.3340, by email at investor@spectrumbrands.com or by visiting our Company's website at www.spectrumbrands.com.

BUSINESS UNIT WEB SITES

www.rayovac.com
www.varta-consumer.com
www.remingtonproducts.com
www.unitedindustries.com
www.unitedpetgroup.com
www.russellhobbs.com
www.spectrumhhi.com

INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

KPMG LLP
777 East Wisconsin Avenue
Suite 1500
Milwaukee, WI 53202
414.226.4200

BOARD COMMUNICATION

Interested parties may communicate directly with any member of our Board of Directors by writing in care of Corporate Secretary, Spectrum Brands Holdings, Inc., P.O. Box 620992, Middleton, WI 53562.

SAFE HARBOR

Certain statements in this report that are neither reported financial results nor other historical information are forward-looking statements. Such forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties that could cause actual results and Company plans and objectives to differ materially from those expressed in the forward-looking statements.

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by BLACK & DECKER

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UltraStop

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BLACK+DECKER

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Juiceman

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www.spectrumbrands.com