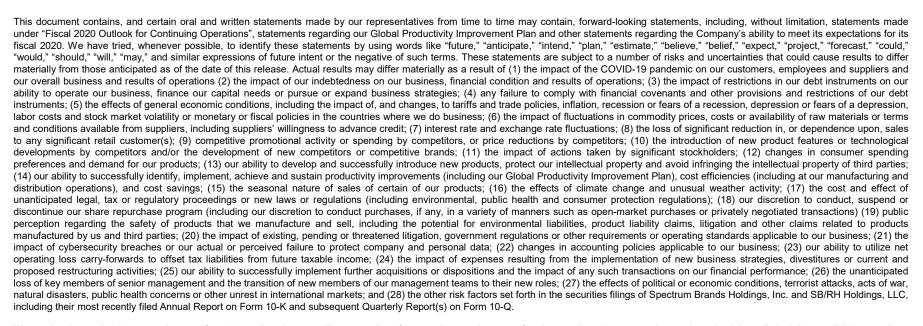


RBC Global Consumer and Retail Conference

David Maura Jeremy Smeltser Kevin Kim May 27, 2020

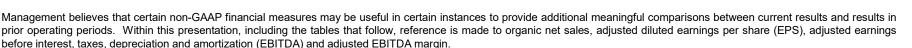
Forward-Looking Statements



We caution the reader that our estimates of trends, market share, retail consumption of our products and reasons for changes in such consumption are based solely on limited data available us and our management's reasonable assumptions about market conditions, and consequently may be inaccurate or may not reflect significant segments of the retail market. We also caution the reader that undue reliance should not be placed on any forward-looking statements, which speak only as of the date of this release. We undertake no duty or responsibility to update any of these forward-looking statements to reflect events or circumstances after the date of this document or to reflect actual outcomes.

Spectrur

Reconciliation of Non-GAAP Financial Measurements



Management believes that organic net sales provide for a more complete understanding of underlying business trends of regional and segment performance by excluding the impact of currency exchange fluctuations and the impact of acquisitions (when applicable) when there is no comparable sales in the prior period. Organic growth is calculated by comparing organic net sales to net sales in the prior year. The effect of changes in currency exchange rates is determined by translating the period's net sales using the currency exchange rates that were in effect during the prior comparative period. Management uses adjusted diluted EPS as a useful measure for providing further insight into our operating performance because it eliminates the effects of certain items that are not comparable from one period to the next. An income tax adjustment is included in adjusted diluted EPS to exclude the impact of the valuation allowance against deferred taxes and other tax-related items in order to reflect a normalized ongoing effective tax rate of 25%. Adjusted EBITDA is a metric used by management to evaluate segment performance and frequently used by the financial community which provides insight into an organization's operating trends and facilitates comparisons between peer companies, because interest, taxes, depreciation and amortization can differ greatly between organizations as a result of differing capital structures and tax strategies. Adjusted EBITDA can also be a useful measure for determining Spectrum Brands' debt covenant compliance. Adjusted EBITDA excludes certain items that are unusual in nature or not comparable from period to period. Adjusted EBITDA margin reflects adjusted EBITDA as a percentage of net sales.

Spectrum Brands provides this information to investors to assist in comparisons of past, present and future operating results and to assist in highlighting the results of on-going operations. While Spectrum Brands' management believes that non-GAAP measurements are useful supplemental information, such adjusted results are not intended to replace the Spectrum Brands' GAAP financial results and should be read in conjunction with those GAAP results. Supplemental tables have been provided within this presentation to demonstrate reconciliation of non-GAAP measurements discussed in the most relevant GAAP financial measurements.

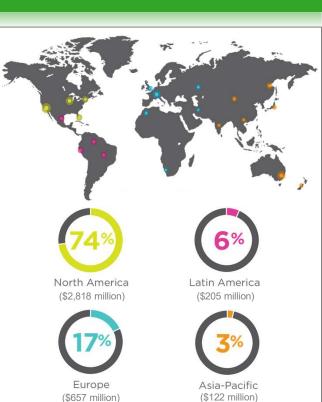
All GAAP reconciliations are available at www.spectrumbrands.com

Spectru

The New Spectrum Brands



DIVERSE BUSINESS UNITS Hardware & Home Improvement 36% of Net Sales 45% of Adjusted EBITDA* Home & Personal Care 28% of Net Sales 15% of Adjusted EBITDA* **Global Pet Care** 23% of Net Sales 25% of Adjusted EBITDA* Home & Garden 13% of Net Sales 19% of Adjusted EBITDA*



GEOGRAPHIC CONCENTRATION



Note: Fiscal 2019 Financials

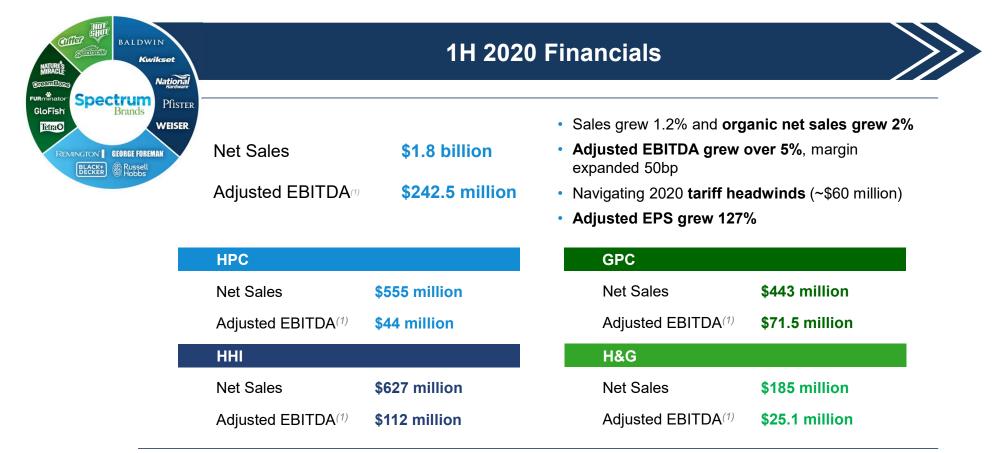
* Total Company Adjusted EBITDA includes (4%) of corporate costs not allocated to the segments.

2019 Progress: Leverage Reduced, Targets Attained and Value Spectrun Delivered



Note: Cash returned to shareholders for fiscal 2018 includes dividends to, and share repurchases from, SPB legacy shareholders prior to the merger.

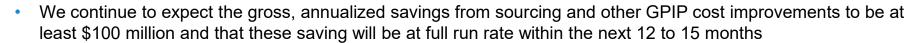
Fiscal 2020 First Half Financial Highlights

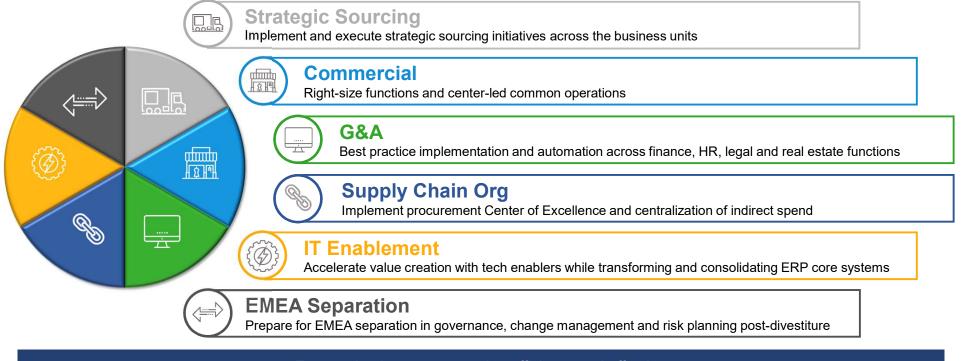


(1) Total Company Adjusted EBITDA includes (4%) of corporate costs not allocated to the segments.

Spect

Global Productivity Improvement Plan (GPIP)





Expected to increase operating efficiency and effectiveness

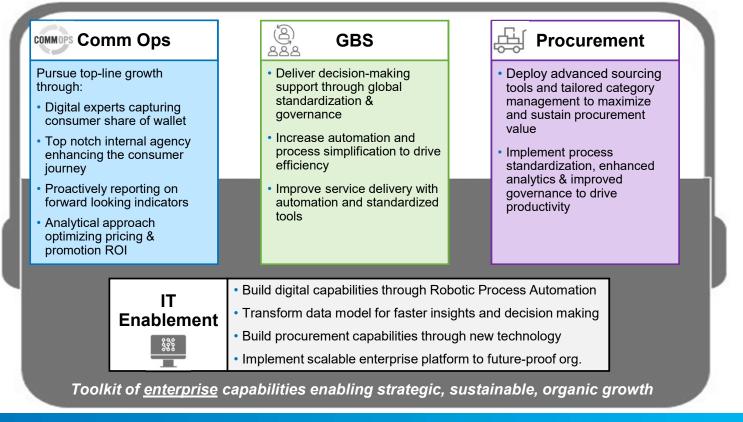
Expected to enable growth investments in consumer insights, research and development and marketing

Spec

Investment in Strategic Capabilities Across the Operating Model to Improve our Competitive Advantage



Capability Development Areas



8



Appendix

Capital Structure Overview

Spectrum Brands Holdings, Inc.

As of March 29, 2020		
(\$ in millions)	Amount	xLTM EBITDA
Cash	\$458	
Revolver (\$800M)	780	
Capitalized Leases and Other Debt	166	
Secured Debt	\$946	1.6x
6.125% Senior Notes (due 2024)	250	
5.750% Senior Notes (due 2025)	1,000	
4.000% EUR Senior Notes (due 2026)	469	
5.000% Senior Notes (due 2029)	300	
Total OpCo Debt	\$2,965	5.1x
Net OpCo Debt	\$2,507	4.3x
Salus CLO Debt	77	
Total Debt	\$3,042	5.3x
Net Debt	\$2,584	4.5x
Market Capitalization (03/29/20) ⁽¹⁾	1,531	
Total Equity	\$1,531	2.6x
Total Capitalization	\$4,573	7.9x
Enterprise Value ⁽²⁾	\$3,990	6.9x
LTM Adjusted EBITDA (as of 03/29/20)		\$578

Source: Management, Capital IQ and company filings.

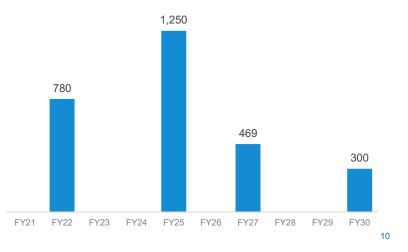
Note: Market data as of 03/29/20.

(1) Reflects share count and closing price on 03/29/20 - 43.1 million shares at \$35.56
 (2) Reflects non-controlling interest and Spectrum's ~\$133M stake in Energizer.

Ratings Overview

	Moody's	S&P
Corporate Family Rating	B1	В
Senior Secured / RR	Ba1	BB-
Senior Unsecured / RR	B2	В
Outlook	Stable	Negative

Debt Maturities







SPECTRUM BRANDS HOLDINGS, INC. RECONCILIATION OF GAAP NET INCOME TO ADJUSTED EBITDA AND ADJUSTED EBITDA MARGIN (Unaudited)

Twelve Month Period Ended Sept. 30, 2019 (in millions, except %)	ННІ	HPC	GPC	H&G	Corporate	Consolidated
Net income (loss) from continuing operations	\$ 214.6	\$ (127.8)	\$ 63.4	\$ 84.9	\$ (421.8)	\$ (186.7)
Income tax expense	-	-	-	-	(7.1)	(7.1)
Interest expense	-	-	-	-	222.1	222.1
Depreciation and amortization	33.5	64.6	48.8	19.3	14.6	180.8
EBITDA	248.1	(63.2)	112.2	104.2	(192.2)	209.1
Share and incentive based compensation	-	-	-	-	53.7	53.7
Restructuring and related charges	4.7	8.1	7.6	1.8	43.5	65.7
Transaction related charges	0.9	7.4	2.5	-	11.0	21.8
Write-off from impairment of goodwill	-	116.0	-	-	-	116.0
Write-off from impairment of intangible assets	-	18.8	16.6	-	-	35.4
Unrealized loss on Energizer investment	_	-	-	_	12.1	12.1
Foreign currency loss on multicurrency divestiture loans	_	-	-	_	36.2	36.2
Legal and environmental remediation reserves	_	_	_	_	10.0	10.0
GPC safety recall	_	_	0.7	_	_	0.7
Salus	_	_	_	_	1.6	1.6
Other	_	0.1	3.0	(0.5)	2.1	4.7
Adjusted EBITDA	\$ 253.7	\$ 87.2	\$ 142.6	\$ 105.5	\$ (22.0)	\$ 567.0
Net Sales	\$ 1,355.7	\$ 1,068.1	\$ 870.2	\$ 508.1	\$ –	\$ 3,802.1
Adjusted EBITDA Margin	18.7%	8.2%	16.4%	20.8%		14.9%
Twelve Month Period Ended Sept. 30, 2018 (in millions, except %)	ННІ	HPC	GPC	H&G	Corporate	Consolidated
Twelve Month Period Ended Sept. 30, 2018 (in millions, except %) Net income from continuing operations	HHI \$ 155.9	HPC \$ 93.7	GPC \$ 34.9	H&G \$ 88.0	Corporate \$ 54.5	Consolidated \$ 427.0
Net income from continuing operations	\$ 155.9	\$ 93.7	\$ 34.9	\$ 88.0	\$ 54.5	\$ 427.0
Net income from continuing operations Income tax benefit	\$	\$ 93.7 —	\$ 34.9	\$ 88.0	\$ 54.5 (462.7)	\$ 427.0 (462.7)
Net income from continuing operations Income tax benefit Interest expense	\$ 155.9 — —	\$ 93.7 — —	\$ 34.9 — —	\$ 88.0 — —	\$ 54.5 (462.7) 264.0	\$ 427.0 (462.7) 264.0
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization	\$ 155.9 40.0	\$ 93.7 — — 8.8	\$ 34.9 — — 42.3	\$ 88.0 - - 18.8	\$ 54.5 (462.7) 264.0 15.4	\$ 427.0 (462.7) 264.0 125.3
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA	\$ 155.9 — — 40.0 195.9	\$ 93.7 8.8 102.5	\$ 34.9 	\$ 88.0 - - - 18.8 106.8	\$ 54.5 (462.7) 264.0 <u>15.4</u> (128.8)	\$ 427.0 (462.7) 264.0 125.3 353.6
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation	\$ 155.9 40.0 195.9 	\$ 93.7 8.8 102.5 	\$ 34.9 42.3 77.2	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7	\$ 34.9 13.2	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 <u>15.4</u> (128.8) 11.9 8.1	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2 20.3	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2 20.3 0.8	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 <u>15.4</u> (128.8) 11.9 8.1 2.8 - 	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up GPC safety recall	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2 20.3 0.8 18.9	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 <u>15.4</u> (128.8) 11.9 8.1 2.8 - - -	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8 18.9
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up GPC safety recall Spectrum merger related transaction charges	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2 20.3 0.8 18.9	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8 - - - 45.9	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8 18.9 45.9
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up GPC safety recall Spectrum merger related transaction charges Non-recurring HRG operating costs and interest income	\$ 155.9 52.8	\$ 93.7 8.8 102.5 0.7 15.2	\$ 34.9 42.3 77.2 13.2 6.2 20.3 0.8 18.9	\$ 88.0 - - - - - - - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8 - - - - 45.9 18.9	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8 18.9 45.9 18.9
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up GPC safety recall Spectrum merger related transaction charges Non-recurring HRG operating costs and interest income Salus Other Adjusted EBITDA	\$ 155.9 	\$ 93.7 	\$ 34.9 - - 42.3 77.2 - 13.2 6.2 20.3 0.8 18.9 - - - - - - - - - - - - -	\$ 88.0 - - - - - - - - - - - - -	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8 - - 45.9 18.9 1.1	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8 18.9 45.9 18.9 1.1 \$ 581.3
Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges Write-off from impairment of intangible assets Inventory acquisition step-up GPC safety recall Spectrum merger related transaction charges Non-recurring HRG operating costs and interest income Salus Other	\$ 155.9 40.0 195.9 52.8 6.0 	\$ 93.7 	\$ 34.9 42.3 77.2 13.2 6.2 20.3 0.8 18.9 - - - - -	\$ 88.0 	\$ 54.5 (462.7) 264.0 15.4 (128.8) 11.9 8.1 2.8 - - 45.9 18.9 18.9 1.1 3.8	\$ 427.0 (462.7) 264.0 125.3 353.6 11.9 75.6 30.2 20.3 0.8 18.9 45.9 18.9 1.1 1.1 4.1



SPECTRUM BRANDS HOLDINGS, INC. NET SALES SUMMARY (Unaudited)

		Three Month	ded			 Six Month P				
(in millions, except %)	M	arch 29, 2020		March 31, 2019	Variance		 March 29, 2020	 March 31, 2019	Varianc	e
ННІ	\$	329.1	\$	331.1	(2.0)	(0.6%)	\$ 626.8	\$ 636.2	(9.4)	(1.5%)
HPC		232.7		221.7	11.0	5.0%	554.8	538.9	15.9	3.0%
GPC		236.9		214.9	22.0	10.2%	442.7	419.6	23.1	5.5%
H&G		139.1		139.0	0.1	0.1%	 185.0	 192.3	(7.3)	(3.8%)
Net Sales	\$	937.8	\$	906.7	31.1	3.4%	\$ 1,809.3	\$ 1,787.0	22.3	1.2%

SPECTRUM BRANDS HOLDINGS, INC. RECONCILIATION OF GAAP NET SALES TO ORGANIC NET SALES (Unaudited)

PR_SALES_ORGANIC_CY												
					March 29, 2020							
Three Month Periods Ended					Net Sales Excluding Effect of				Organic	Net Sales		
(in millions, except %)		Net Sales	Effect of Changes in Currency	_	Changes in Currency	_	Effect of Acquisitions	_	Net Sales	 March 31, 2019	 Variance	
HHI	\$	329.1	\$ 0.1	\$	329.2	\$	-	\$	329.2	\$ 331.1	\$ (1.9)	(0.6%)
HPC		232.7	5.6		238.3		-		238.3	221.7	16.6	7.5%
GPC		236.9	1.6		238.5		(0.8)		237.7	214.9	22.8	10.6%
H&G	-	139.1		_	139.1	_		_	139.1	 139.0	0.1	0.1%
Total	\$	937.8	\$ 7.3	\$	945.1	\$	(0.8)	\$	944.3	\$ 906.7	37.6	4.1%

	March 29,2020											
Six Month Period Ended (in millions, except %)	Net Sales		Effect of Changes in Currency	N	Net Sales Excluding Effect of Changes in Currency		Effect of Acquisitions		Organic Net Sales	Net Sales March 31, 2019	 Variance	
НН	\$	626.8	\$ -	\$	626.8	\$	-	\$	626.8	\$ 636.2	\$ (9.4)	(1.5%)
HPC		554.8	10.8		565.6		-		565.6	538.9	26.7	5.0%
GPC		442.7	2.8		445.5		(0.8)		444.7	419.6	25.1	6.0%
H&G		185.0			185.0		-		185.0	 192.3	(7.3)	(3.8%)
Total	<u>\$ 1</u>	,809.3	\$ 13.6	\$	1,822.9	\$	(0.8)	\$	1,822.1	\$ 1,787.0	35.1	2.0%



SPECTRUM BRANDS HOLDINGS, INC. RECONCILIATION OF GAAP NET INCOME TO ADJUSTED EBITDA AND ADJUSTED EBITDA MARGIN (Unaudited)

Six Month Period Ended March 29, 2020 (in millions, except %)	ННІ	НРС	GPC	H&G	Corporate	Consolidated
Net income (loss) from continuing operations	\$ 95.0	\$ 18.8	\$ (26.0)	\$ 14.4	\$ (199.1)	\$ (96.9)
Income tax benefit	-	-	-	-	(18.3)	(18.3)
Interest expense	-	-	-	-	70.4	70.4
Depreciation and amortization	16.6	17.8	25.9	10.3	7.4	78.0
EBITDA	111.6	36.6	(0.1)	24.7	(139.6)	33.2
Share and incentive based compensation	-	-	-	-	29.1	29.1
Restructuring and related charges	0.7	2.8	16.7	0.4	28.8	49.4
Transaction related charges	-	4.3	5.0	-	2.0	11.3
Loss on Energizer investment	-	_	-	_	68.3	68.3
Loss on assets held for sale	-	-	25.7	-	-	25.7
Write-off from impairment of intangible assets	-	-	24.2	-	-	24.2
Foreign currency loss on multicurrency divestiture loans	-	0.7	-	-	(0.3)	0.4
Salus	-	_	-	_	0.4	0.4
Other					0.5	0.5
Adjusted EBITDA	\$ 112.3	\$ 44.4	\$ 71.5	\$ 25.1	\$ (10.8)	\$ 242.5
Net Sales	\$ 626.8	\$ 554.8	\$ 442.7	\$ 185.0	<u>\$ </u>	\$ 1,809.3
Adjusted EBITDA Margin	17.9%	8.0%	16.2%	13.6%		13.4%
Adjusted EBITDA Margin Six Month Period Ended March 31, 2019 (in millions, except %)	17.9%	8.0%	16.2% GPC	13.6%	Corporate	13.4% Consolidated
			GPC			Consolidated
Six Month Period Ended March 31, 2019 (in millions, except %)	ННІ	НРС	GPC	H&G	Corporate	Consolidated
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations	ННІ	НРС	GPC \$ 31.4	H&G \$ 22.8	Corporate \$ (209.8)	Consolidated \$ (83.0)
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit	HHI \$ 87.3 —	HPC \$ (14.7) —	GPC \$ 31.4 —	H&G \$ 22.8 —	Corporate \$ (209.8) (26.0)	Consolidated \$ (83.0) (26.0)
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense	HHI \$ 87.3 — —	HPC \$ (14.7) 	GPC \$ 31.4 — —	H&G \$ 22.8 — —	Corporate \$ (209.8) (26.0) 151.2	Consolidated \$ (83.0) (26.0) 151.2
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization	HHI \$ 87.3 16.8	HPC \$ (14.7) _ _ 47.3	GPC \$ 31.4 - - 21.3	H&G \$ 22.8 — — 9.6	Corporate \$ (209.8) (26.0) 151.2 7.6	Consolidated \$ (83.0) (26.0) 151.2 102.6
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA	HHI \$ 87.3 - - 16.8 104.1	HPC \$ (14.7) - 47.3 32.6	GPC \$ 31.4 - 21.3 52.7	H&G \$ 22.8 - - 9.6 32.4	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0)	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation	HHI \$ 87.3 — — — — — — — — — — — — — — — — — — —	HPC \$ (14.7) 47.3 32.6 	GPC \$ 31.4 - - 21.3 52.7 -	H&G \$ 22.8 - - 9.6 32.4 -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges	HHI \$ 87.3 16.8 104.1 3.2	HPC \$ (14.7) 47.3 32.6 1.5	GPC \$ 31.4 - - 21.3 52.7 - 4.9	H&G \$ 22.8 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges	HHI \$ 87.3 16.8 104.1 3.2	HPC \$ (14.7) 47.3 32.6 1.5	GPC \$ 31.4 - - 21.3 52.7 - 4.9 0.9	H&G \$ 22.8 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9 4.3	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5 11.6
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges GPC safety recall	HHI \$ 87.3 16.8 104.1 3.2	HPC \$ (14.7) 47.3 32.6 1.5	GPC \$ 31.4 - - 21.3 52.7 - 4.9 0.9	H&G \$ 22.8 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9 4.3 —	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5 11.6 0.6
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges GPC safety recall Loss on Energizer investment	HHI \$ 87.3 16.8 104.1 3.2	HPC \$ (14.7) - - 47.3 32.6 - 1.5 5.5 - - - -	GPC \$ 31.4 - - 21.3 52.7 - 4.9 0.9 0.6 -	H&G \$ 22.8 - - 9.6 32.4 - 1.0 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9 4.3 - 5.0	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5 11.6 0.6 5.0
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges GPC safety recall Loss on Energizer investment Foreign currency loss on multicurrency divestiture loans Other Adjusted EBITDA	HHI \$ 87.3 - - 16.8 104.1 - 3.2 0.9 - - - \$ 108.2	HPC \$ (14.7) - - 47.3 32.6 - 1.5 5.5 - - (0.1) \$ 39.5	GPC \$ 31.4 - - 21.3 52.7 - 4.9 0.9 0.6 - - 2.8 \$ 61.9	H&G \$ 22.8 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9 4.3 - 5.0 21.8 0.3 \$ (11.5)	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5 11.6 0.6 5.0 21.8 2.3 \$ 230.8
Six Month Period Ended March 31, 2019 (in millions, except %) Net income from continuing operations Income tax benefit Interest expense Depreciation and amortization EBITDA Share based compensation Restructuring and related charges Transaction related charges GPC safety recall Loss on Energizer investment Foreign currency loss on multicurrency divestiture loans Other	нні \$ 87.3 — — 16.8 104.1 — 3.2 0.9 — — — — — — — — —	HPC \$ (14.7) - - 47.3 32.6 - 1.5 5.5 - - - - (0.1)	GPC \$ 31.4 - - 21.3 52.7 - 4.9 0.9 0.6 - - - 2.8	H&G \$ 22.8 - - - - - - - - - - - - -	Corporate \$ (209.8) (26.0) 151.2 7.6 (77.0) 23.2 10.9 4.3 - 5.0 21.8 0.3	Consolidated \$ (83.0) (26.0) 151.2 102.6 144.8 23.2 21.5 11.6 0.6 5.0 21.8 2.3



SPECTRUM BRANDS HOLDINGS, INC. RECONCILIATION OF GAAP DILUTED EARNINGS PER SHARE TO ADJUSTED DILUTED EARNINGS PER SHARE (Unaudited)

	Three Mor	th Periods Ended	Six Month P	Six Month Periods Ended				
	March 29, 2020	March 31, 2019	March 29, 2020	March 31, 2019				
Diluted EPS from continuing operations, as reported	\$ (1.2	9) \$ (1.06)	\$ (2.09)	\$ (1.60)				
Adjustments:								
Restructuring and related charges	0.4	8 0.24	1.06	0.41				
Transaction related charges	0.1	6 0.10	0.24	0.22				
Debt refinancing costs		- 0.98	0.06	0.96				
Loss on Energizer investment	2.3	7 0.10	1.47	0.09				
Write-off from impairment of intangible assets		- –	0.52	0.41				
(Gain) Loss on assets held for sale	(0.1	6) —	0.56	-				
Foreign currency change on multicurrency divestiture loans	0.0	7 0.42	0.01	_				
Salus		- –	0.01	-				
GPC safety recall		- –	-	0.01				
Depreciation & amortization on HPC long-lived assets		- –	_	0.55				
Other		- 0.02	-	0.08				
Income tax adjustment		2) (0.54)	(0.75)	(0.65)				
Total adjustments	2.2	0 1.32	3.18	2.08				
Diluted EPS from continuing operations, as adjusted	\$ 0.9	1 \$ 0.26	\$ 1.09	\$ 0.48				

