

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Ward Anne Sempowski</u> _____ (Last) (First) (Middle) <u>C/O SPECTRUM BRANDS HOLDINGS, INC.</u> <u>3001 DEMING WAY</u> _____ (Street) <u>MIDDLETON WI 53562-1431</u> _____ (City) (State) (Zip)			2. Date of Event Requiring Statement (Month/Day/Year) <u>10/09/2020</u>	3. Issuer Name and Ticker or Trading Symbol <u>Spectrum Brands Holdings, Inc. [SPB]</u>
4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	---	--	---

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

Explanation of Responses:

Remarks:
 Exhibit 24.1: Power of Attorney
 No securities are beneficially owned.

/s/ Ehsan Zargar, Attorney-in-Fact 10/14/2020
 ** 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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby authorizes, constitutes and appoints each of the following officers of Spectrum Brands

- (i) Ehsan Zargar, Executive Vice President, General Counsel, and Corporate Secretary,
- (ii) Jeremy Smeltser, Executive Vice President and Chief Financial Officer,
- (iii) Kerry Mohan, Labor & Employment Counsel,
- (iv) Rich Bretwisch, DVP Global Total Rewards, and
- (v) Nick Grunenwald, Corporate & Securities Counsel,

signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, .
- (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any
- (3) take any other action of any type whatsoever in connection with the foregoing, which, in the opinion of such attorney-in- fact, may

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing what:

This Power of Attorney shall remain in full force and effect until the earliest to occur of: (a) the undersigned is no longer required :

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 14 th day of October,2020.

/s/ Anne S. Ward
Anne S. Ward

[Signature Page to Power of Attorney re: Forms 3, 4 & 5]