

Spectrum Brands: Key Highlights

November 2020

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Important factors that could cause our actual results to differ materially from those expressed or implied herein include, without limitation: (1) the impact of the COVID-19 pandemic on our customers, employees, manufacturing facilities, suppliers, the capital markets and our financial condition, and results of operations, all of which tend to aggravate the other risks and uncertainties we face; (2) the impact of our indebtedness on our business, financial condition and results of operations; (3) the impact of restrictions in our debt instruments on our ability to operate our business, finance our capital needs or pursue or expand business strategies; (4) any failure to comply with financial covenants and other provisions and restrictions of our debt instruments; (5) the effects of general economic conditions, including the impact of, and changes to tariffs and trade policies, inflation, recession or fears of a recession, depression or fears of a depression, labor costs and stock market volatility or monetary or fiscal policies in the countries where we do business; (6) the impact of fluctuations in commodity prices, costs or availability of raw materials or terms and conditions available from suppliers, including suppliers' willingness to advance credit; (7) interest rate and exchange rate fluctuations; (8) the loss of, significant reduction in, or dependence upon, sales to any significant retail customer(s); (9) competitive promotional activity or spending by competitors, or price reductions by competitors; (10) the introduction of new product features or technological developments by competitors and/or the development of new competitors or competitive brands; (11) the impact of actions taken by significant stockholders; (12) changes in consumer spending preferences and demand for our products, particularly in light of the COVID-19 pandemic and economic stress: (13) our ability to develop and successfully introduce new products, protect our intellectual property and avoid infringing the intellectual property of third parties: (14) our ability to successfully identify, implement, achieve and sustain productivity improvements (including our Global Productivity Improvement Plan), cost efficiencies (including at our manufacturing and distribution operations), and cost savings; (15) the seasonal nature of sales of certain of our products; (16) the effects of climate change and unusual weather activity, as well as further natural disasters and pandemics; (17) the cost and effect of unanticipated legal, tax or regulatory proceedings or new laws or regulations (including environmental, public health and consumer protection regulations); (18) our discretion to conduct, suspend or discontinue our share repurchase program (including our discretion to conduct purchases, if any, in a variety of manners including open-market purchases or privately negotiated transactions); (19) public perception regarding the safety of products that we manufacture and sell, including the potential for environmental liabilities, product liability claims, litigation and other claims related to products manufactured by us and third parties; (20) the impact of existing, pending or threatened litigation, government regulations or other requirements or operating standards applicable to our business; (21) the impact of cybersecurity breaches or our actual or perceived failure to protect company and personal data, including our failure to comply with new and increasingly complex global data privacy regulations; (22) changes in accounting policies applicable to our business; (23) our ability to utilize net operating loss carry-forwards to offset tax liabilities from future taxable income; (24) the impact of expenses resulting from the implementation of new business strategies, divestitures or current and proposed restructuring activities; (25) our ability to successfully implement further acquisitions or dispositions and the impact of any such transactions on our financial performance; (26) the unanticipated loss of key members of senior management and the transition of new members of our management teams to their new roles; (27) the impact of economic, social and political conditions or civil unrest in the U.S. and other countries; (28) the effects of political or economic conditions, terrorist attacks, acts of war, natural disasters, public health concerns or other unrest in international markets; (29) our ability to achieve our goals regarding environmental, social and governance practices; (30) our increased reliance on third-party partners, suppliers, and distributors to achieve our business objectives; and (31) the other risk factors set forth in the securities filings of Spectrum Brands Holdings, Inc. and SB/RH Holdings, LLC, including their most recently filed Annual Report on Form 10-K and subsequent Quarterly Report(s) on Form 10-Q.

Some of the above-mentioned factors are described in further detail in the sections entitled "Risk Factors" in our annual and quarterly reports, as applicable. You should assume the information appearing in this document is accurate only as of the date hereof, or as otherwise specified, as our business, financial condition, results of operations and prospects may have changed since such date. Except as required by applicable law, including the securities laws of the United States and the rules and regulations of the United States Securities and Exchange Commission, we undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, to reflect actual results or changes in factors or assumptions affecting such forward-looking statements.

Reconciliation of Non-GAAP Financial Measurements



Management believes that certain non-GAAP financial measures may be useful in certain instances to provide additional meaningful comparisons between current results and results in prior operating periods. Within this presentation, including the tables that follow, reference is made to organic net sales, adjusted earnings before interest, taxes, depreciation and amortization (EBITDA), adjusted EBITDA margin, adjusted earnings per share (EPS) and adjusted Free Cash Flow.

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. 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. 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. Adjusted free cash flow provides useful information to investors regarding our ability to generate cash from business operations that is available for acquisitions and other investments, service of debt principal, dividends and share repurchases and meet its working capital requirements. Our definition of adjusted

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 ongoing 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.

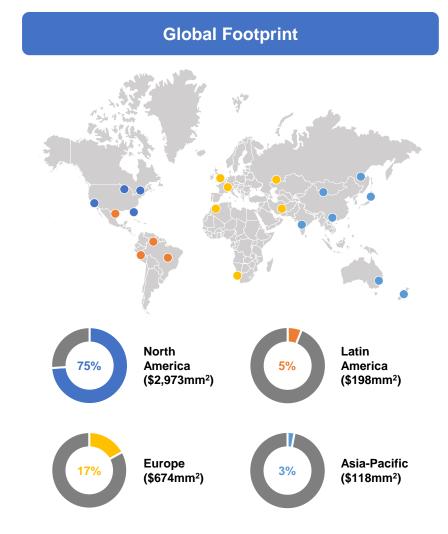
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Who is Spectrum Brands



Global Business With a Diverse Portfolio of Leading Home Essentials Brands

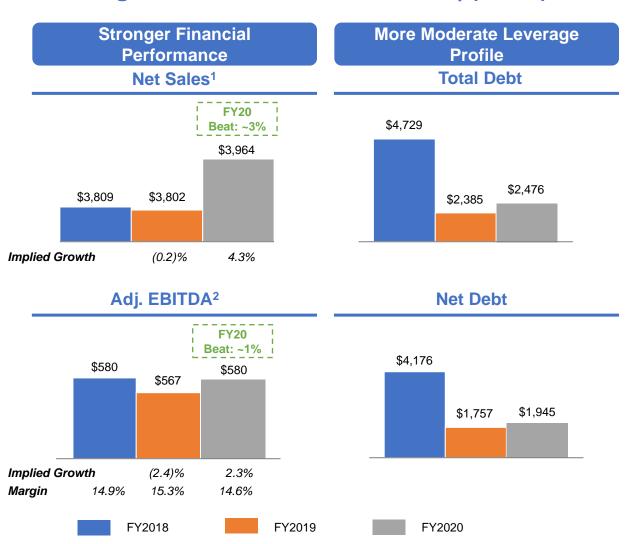
			Diversifi	ed Business
Segment	% of FY20 Net Sales	FY20 Adjusted EBITDA Margin	% of FY20 Adjusted EBITDA ¹	Top Brands Expected to Contribute ~81% Market Leading Brands of FY20 Revenue
Hardware & Home Improvement (HHI)	34%	19%	41%	 #1 in U.S. residential and luxury security #1 in U.S. builders' hardware #1 in Canada residential security BALDWIN Kwikset WEISER
Home & Personal Care (HPC)	28%	8%	15%	 #1 brand in indoor grills worldwide #1 brand in toaster ovens, garment care in U.S. #1 brand in kitchen / home products in UK #1 hair appliance brand in Europe, Australasia, and several Latin American markets BLACK+DECKER REMINGTON Russell Hobbs
Global Pet Care (GPC)	24%	18%	27%	 #1 in aquatics #1 in dog chews #1 in pet grooming #1 in pet stain & odor SmartBones Tetra Tet
Home & Garden (H&G)	14%	20%	17%	 #1 in outdoor insect control #1 in mosquito area repellents #1 in bed bug control



Financial Snapshot

Spectrum Brands

Returning Momentum to the Business | (\$ mm)





Source: Company filings, CapIQ, Wall Street Research as of 13-Nov-2020, Eikon, IBES Note: Based on SPB's 30-Sep FYE. ¹ IBES estimate: \$3,826. ² IBES estimate: \$570.

Spectrum's Evolution



Spectrum Brands is at a Key Inflection Point in the Business

After Years of Working Through Challenges...

- Lower organic growth across brands driven by insufficient capital allocation to innovation and marketing
- Operational missteps leading to pressure on margins and financial performance
- Highly levered
- Non-core assets creating volatility (Batteries and Auto Care)

...Spectrum has Refocused to Generate Stable, Strong Returns

- ✓ High priority on reinvestment in innovation and marketing for the four core segments to produce long-term organic returns
- ✓ Global Productivity Improvement Program improves operational efficiencies and results in at least \$150 million of total, gross savings over the life of the program, leading to higher margins and free cash flow generation
- ✓ Deleveraging balance sheet with ample liquidity
- ✓ Divested non-core assets, resulting in a focused portfolio of home essentials brands with long-standing retailer relationships

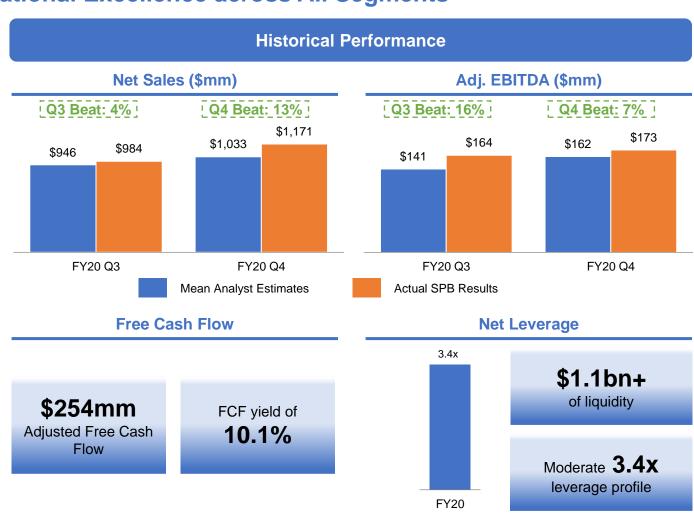
Spectrum's Momentum



Laser Focus on Key Initiatives Resulting in Outsized Growth across Key Metrics, Reflecting Vitality, Resilience, and Operational Excellence across All Segments

FY20 Key Results

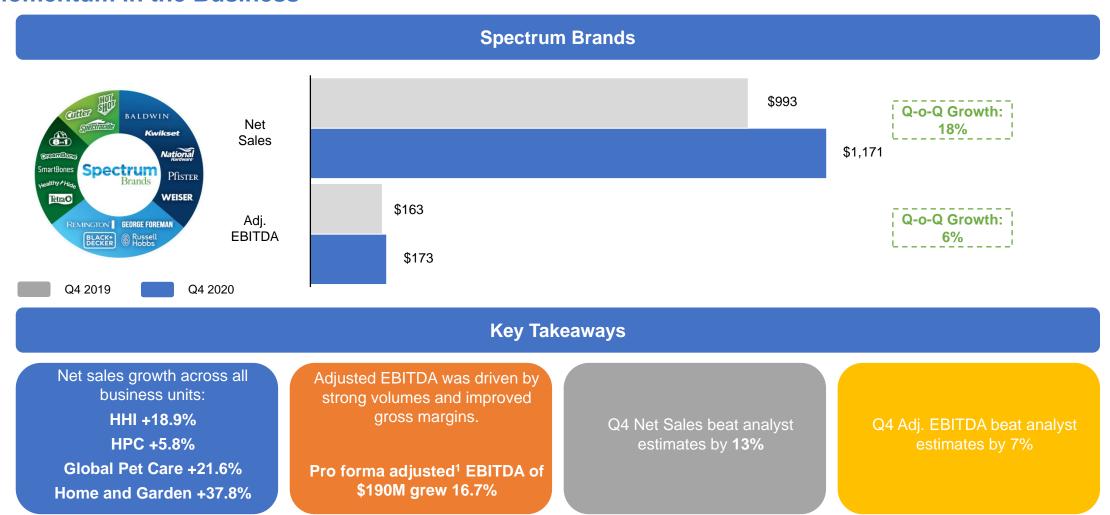
- Fourth Quarter Organic Net Sales +17.1%, reflecting strong growth across all business units
 - Top line results reflect elevated demand levels, with strong POS and improved output, providing evidence of the company's quick recovery from COVID-19 related supply disruptions experienced earlier in the year
- Q4 2020 Operating Income and Adjusted EBITDA increased, driven by strong volumes and gross margins improvement of +240bps
 - Full year Operating Income of \$243mm and Adjusted EBITDA of \$580mm
- Strong balance sheet with ample liquidity
 - Net leverage improved to 3.4x at the end of the fiscal fourth quarter from 3.95x at the end of the previous quarter
- Positive Fiscal 2021 Outlook
 - Expecting 3-5% reported net sales growth
 - Adjusted EBITDA is expected to increase mid single-digits
 - Adjusted FCF is expected to be between \$250mm-\$270mm, as SPB rebuilds inventory levels and addresses other working capital needs for the next year



Snapshot of Recent Quarterly Results



SPB Experienced Material Growth Q4 2020 vs Q4 2019 Supported by Strong Momentum in the Business



Q4 Highlights by Segment



Tremendous Top-Line Growth in Q4 2020 vs. Q4 2019

Hardware and Home Improvement (HHI)



(\$mm)	Q4 FY19	Q4 FY20	Year-over- Year Change
Net Sales	\$ 365	\$ 434	19%
Adj. EBITDA	\$ 78	\$ 100	29%

HHI Key Takeaways

- Organic net sales increased 18.7%, with strong POS and improved shipments
- Adjusted EBITDA increased 29.0%, primarily driven by positive volumes, as well as productivity improvements, favorable mix and pricing, partially offset by higher tariff and COVID-19 related costs
- During the quarter, backlog levels grew from \$40M to over \$50M, expect to materially reduce the backlog by the end of the Q1 2021

Home and Personal Care (HPC)



(\$mm)	Q4 FY19	Q4 FY20	Year-over-Year Change
Net Sales	\$ 286	\$ 302	6%
Adj. EBITDA	\$ 29	\$ 23	(23)%

HPC Key Takeaways

- Net sales were driven by growth in both small appliances and personal care categories
- Q4 represented the fifth consecutive quarter of year-overyear top line growth
- Adjusted EBITDA down due to higher advertisement and promotional investments, tariff and legal costs, partially offset by improved productivity and higher volumes
- Our focus in 2021 will remain on consumer-led, insight driven products, and brand investments

Q4 Highlights by Segment



Tremendous Top-Line Growth in Q4 2020 vs. Q4 2019

Global Pet Care (GPC) Year-over-Year Q4 FY19 Q4 FY20 (\$mm) Change **Net Sales** \$ 278 22% \$ 229 Adj. \$ 42 \$ 50 20% **EBITDA**

GPC Key Takeaways

- Top-line growth was driven by both aquatic and companion animal categories
- Higher adjusted EBITDA was driven by volume growth, productivity improvements and pricing
- Eighth consecutive quarter of year-over-year top-line and sixth consecutive quarter of bottom-line growth
- We plan to continue to build our worldwide market leadership position in our core categories of Aquatics; Dog Chews; Pet Grooming and Pet Stain & Odor

Home & Garden (H&G)							
Kwikset Kwikset Radosi Harusi Radosi Spectrum Wisir Brands	(\$mm)	Q4 FY19	Q4 FY20	Year-over- Year Change			
Weiser Brands Grants Control Smart Sones Smart Sones	Net Sales	\$ 113	\$ 156	38%			
Rino	Adj. EBITDA	\$ 20	\$ 32	61%			

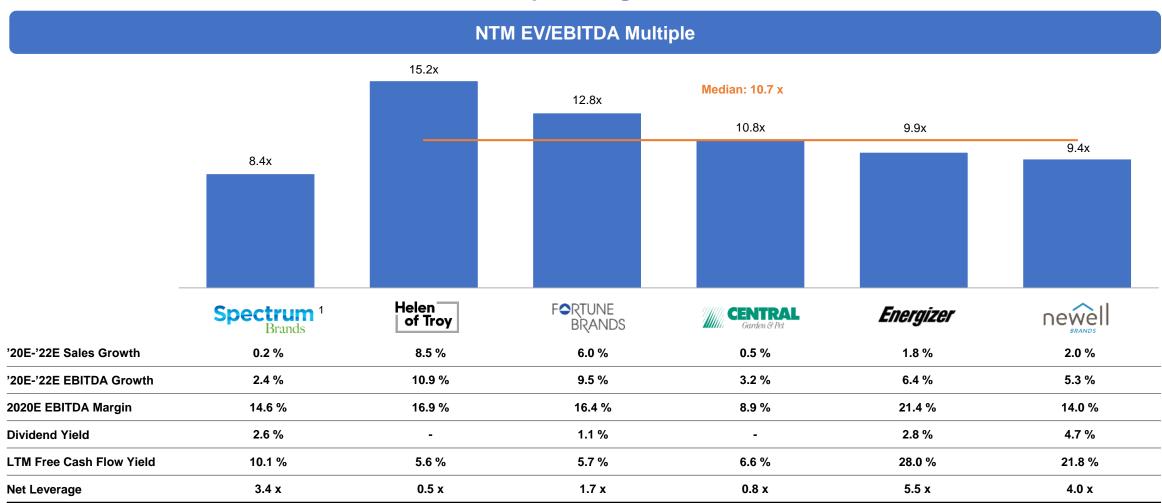
H&G Key Takeaways

- Topline growth across controls, household insecticides and repellents benefited from strong point of sale and replenishment as retailers supported the extended selling season
- Adjusted EBITDA increase was driven by higher volumes, pricing, and productivity
- The fundamentals in this business remain strong with solid profitability and high barriers to entry

Peer Benchmarking



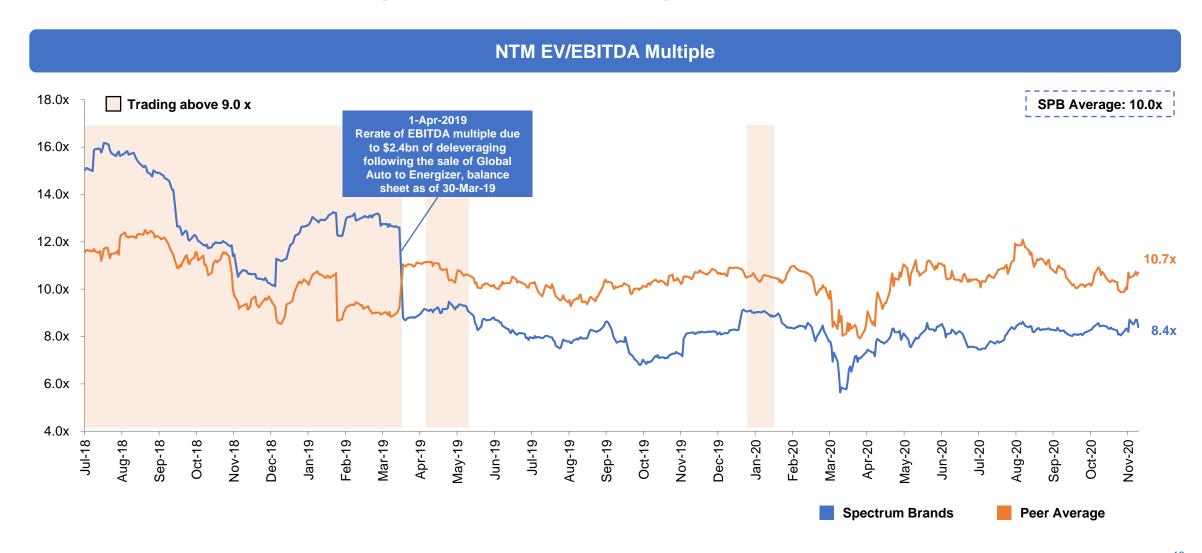
Spectrum is Trading at ~8.4x, An Attractive Entry Point Relative to Its Peer Median of 10.7x and A Discount to Its Historical Multiple Range of 9.0x – 10.0x



Historical Valuation Multiple



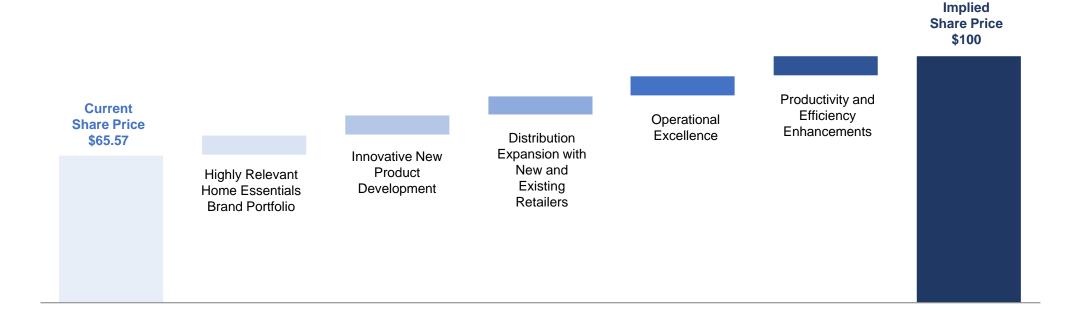
Spectrum Brands has A Strong Track Record of Trading above 9.0x – 10.0x



Value Creation for Shareholders



SPB Works to Deliver Sustainable Organic Growth and Significant Long-Term Value Creation Through its Guiding Principles of "Vision, Clarity and Focus," Which We Believe Paves a Clear Path to ~\$100 Per Share

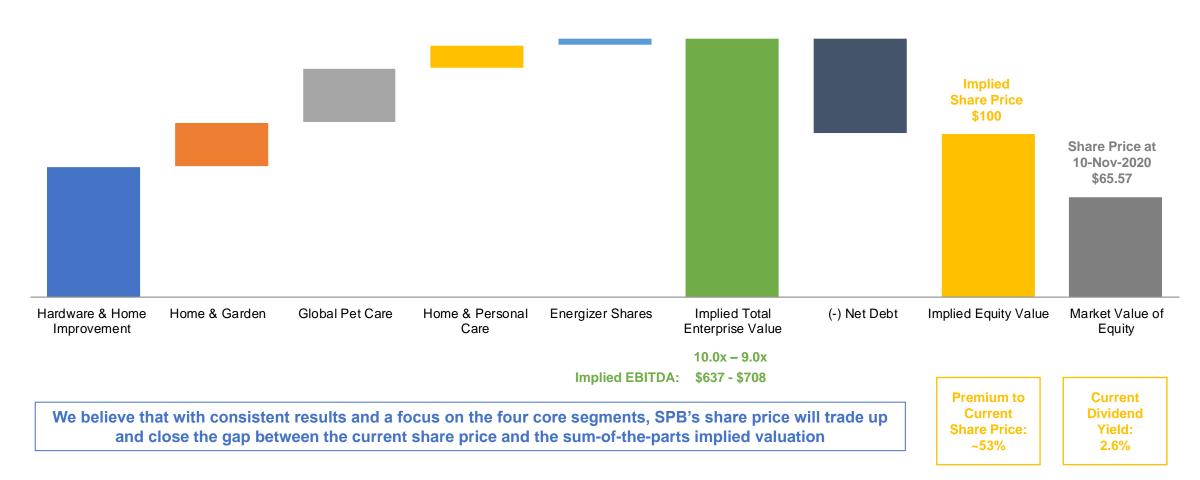


Share Price	\$65.57		\$80.00			\$90.00			\$100.00	
EV / EBITDA Multiple	8.4 x	10.0 x	9.0 x	8.4 x	10.0 x	9.0 x	8.4 x	10.0 x	9.0 x	8.4 x
Implied EBITDA	\$ 580	\$ 549	\$ 609	\$ 657	\$ 593	\$ 659	\$ 710	\$ 637	\$ 708	\$ 763

Spectrum Brands



We Believe SPB is Currently Undervalued in the Market and has a Strong Trajectory to Reach its Sum-of-the-Parts Implied Valuation





Next Steps & Questions

Spectrum Brands

Appendix

Guiding Principles



38 %

2019

SPB Works to Deliver Significant, Long-term Value Creation and Sustainable Growth Globally Through Top-line Growth and Operational Efficiencies, with a Commitment to **ESG**

2019 Results

Goals

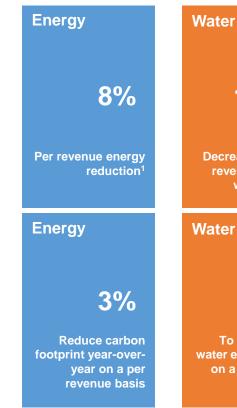
2022

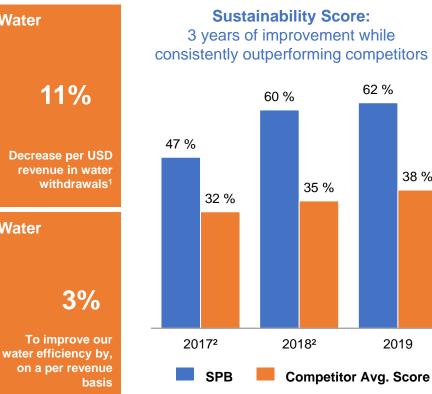
SPB

Spectrum 20/20 - Vision, Clarity, and Focus

CLARITY What We **Prioritize** SPB &CSMESS PROCESSES CUSTON Efficient SERVANT LEADERSHIP STRONG BRANDS **EXCITING INNOVATION** LOW-COST PROVIDER CULTURE Speak Up | Be Accountable Take Action | Grow Talent

Commitment to Environmental, Social, and Governance (ESG)





Source: Walmart's Sustainability Insight System (THESIS Index) ¹ 2019 preliminary internal estimates.

² Excludes GBL & GAC.

Spectrum Brands – A Global Consumer Products Company



Dynamic Portfolio of Market-leading Brands in Non-discretionary Categories with Barriers to Entry, Delivering Superior Value to Consumers



Hardware and Home Improvement (HHI)

(\$mm)	FY19	FY20	Year-over- Year Change
Net Sales	\$ 1,356	\$ 1,342	(1)%
Adj. EBITDA	\$ 312	\$ 256	(18)%

HHI Key Characteristics

- Leading provider of residential security, builders' hardware, and plumbing fixtures
- Leading market positions:
 - #1 in U.S. residential and luxury security
 - #1 in U.S. builders' hardware
 - #1 in Canada residential security
- Continuous product innovation and execution
- Positive market trends in home automation
- Vertically integrated global supply chain











several

Home and Personal Care (HPC)

(\$mm)	FY19	FY20	Year-over- Year Change
Net Sales	\$ 1,068	\$ 1,108	4 %
Adj. EBITDA	\$ 128	\$ 92	(28)%

HPC Key Characteristics

- Leading market positions:
 - #1 brand in indoor grills worldwide
 - #1 brand in toaster ovens, garment care in U.S.
 - #1 brand in kitchen / home products in UK
 - #1 hair appliance brand in Europe, Australasia, and Latin American markets
- Trusted brands with a history of delivering approachable innovation that simplifies consumer's everyday lives
- Proven agile and efficient new product development and supply chain capabilities delivering competitive, high quality products



¹ Company Filings; ² FY2020 Financials.

Spectrum Brands – A Global Consumer Products Company



Dynamic Portfolio of Market-leading Brands in Non-discretionary Categories with Barriers to Entry, Delivering Superior Value to Consumers (Cont'd)

Companion



Global Pet Care (GPC)						
(\$mm)¹	FY19	FY20	Year-over- Year Change			
Net Sales	\$ 870	\$ 963	11 %			
Adj. EBITDA	\$ 206	\$ 172	(16)%			

GPC Key Characteristics

- Global market leader:
 - #1 in aquatics
 - #1 in dog chews
 - **#1** in pet grooming
 - #1 in pet stain & odor
- Large portfolio of recognized brands
- Diverse & growing categories
- Strong global IP portfolio



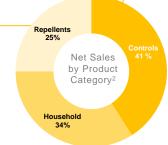


Home & Garden (H&G)							
(\$mm)¹	FY19	FY20	Year-over- Year Change				
Net Sales	\$ 508	\$ 552	9 %				
Adj. EBITDA	\$ 120	\$ 112	(6)%				

H&G Key Characteristics

- Leading provider of consumer pest control solutions
- **Leading** market positions:
 - #1 in outdoor insect control
 - #1 in mosquito area repellents
 - #1 in bed bug control
- Strong new product pipeline developed from consumer-led innovation process
- Growing distribution from new products and core product expansion
- Agile and efficient, U.S.-centric manufacturing





¹ Company Filings; ² FY2020 Financials.

Operational Improvements



GPIP and Investment in Strategic Capabilities will Increase our Competitive Advantage and Continue to Enable Strategic, Sustainable, and Organic Growth

Global Productivity Improvement Program (GPIP):

SPB continues to expect the gross, total savings from sourcing and other GPIP cost improvements to be at least \$150 million over the course of the program



<u>Strategic Sourcing</u>: Implement and execute strategic sourcing initiatives across the business units



<u>Commercial:</u> Right-size functions and center-led common operations





<u>G&A:</u> Best practice implementation and automation across finance, HR, legal and real estate functions



<u>Supply Chain Org:</u> Implement procurement Center of Excellence and centralization of indirect spend



<u>IT Enablement:</u> Accelerate value creation with tech enablers while transforming and consolidating ERP core systems



<u>EMEA Separation:</u> Prepare for EMEA separation in governance, change management and risk planning post-divestiture

Step 1: Alian Change operating model to create clear global business priorities and improve organizational efficiencies

Step 2: Enable

Attack
procurement
to deliver
results to feed
technology
investment

Step 3:

Expand capabilities in consumer insights, innovation, marketing, and advertising

Step 4:

Reinvest in organic growth drivers with a strategy to sustainably win in the market



Strategic Capabilities Investment



Pursue top-line growth through:

- Digital experts capturing consumer share of wallet
- Top notch internal agency enhancing the consumer journey
- Proactively reporting on forward looking indicators
- Analytical approach optimizing pricing % promotion ROI



GBS

- Deliver decision-making support through global standardization & governance
- Increase automation and process simplification to drive efficiency
- Improve service delivery with automation and standardized tools



- Deploy advanced sourcing tools and tailored category management to maximize and sustain procurement value
- Implement process standardization, enhanced analytics & improved governance to drive productivity



IT Enablement

- Build digital capabilities through Robotic Process Automation
- Transform data model for faster insights and decision making
- Build procurement capabilities through new technology
- Implement scalable enterprise platform to future-proof org

M&A Strategy



Focused Approach to Strategic Acquisitions to Deliver Additional Value through M&A

M&A Thesis

Continuous evaluation of strategic opportunities to amplify growth and / or complement areas of expertise

Priority Target

Strong brands that can be incorporated into Spectrum's global infrastructure and deliver immediate accretion with high synergy potential

M&A Track Record

Acquisitions

Divestitures

Acquirer	Target	Date	Size	Description
Spectrum Brands	Armitage	Oct-2020	\$180mm	Vendor of premium pet treats sold in the United Kingdom and continental Europe
Spectrum Brands	Omega Sea	Mar-2020	N/A	Manufactures and markets premium fish food products
Spectrum Brands	GloFish	May-2017	\$50mm + performance-based incentives	Patented and trademarked brand of genetically engineered fluorescent fish
Energizer	Spectrum Brands (Auto Care Business)	Jan-2019	\$939mm cash and 5.3mm ENR shares (\$312mm)	Globally recognizable brands, including Armor All, STP and A/C Pro
Energizer	Spectrum Brands (Battery and Portable Lighting)	Jan-2018	\$2bn	Consumer battery businesses and manufacturing and distribution facilities









