

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM SD**

**SPECIALIZED DISCLOSURE REPORT**

**HRG GROUP, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**Commission File No. 001-4219**

**74-1339132**

(I.R.S. Employer Identification Number)

**450 Park Avenue, 29th Floor  
New York NY 10022**

(Address of Principal  
Executive Offices and Zip  
Code)

**George C. Nicholson  
Senior Vice President, Chief  
Accounting Officer and Acting  
Chief Financial Officer  
(212) 906-8555**

(Name and telephone number, including area  
code, of the person to contact in connection  
with this report)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

x Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1), for the reporting period from January 1 to December 31, 2015.

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## **Section 1 – Conflict Minerals Disclosure**

### **Item 1.01                      Conflict Minerals Disclosure and Report**

Conflict minerals are not necessary to the functionality or production of products manufactured or contracted to be manufactured by HRG Group, Inc. and its consolidated subsidiaries (other than Spectrum Brands Holdings, Inc. and its consolidated subsidiaries). Spectrum Brands Holdings, Inc. has filed a Form SD as required pursuant to Rule 13p-1 under the Securities Exchange Act of 1934. Interested parties should refer to Spectrum Brands Holdings, Inc.’s Form SD filed on May 27, 2016 for more information regarding Spectrum Brands Holdings, Inc.

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## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the duly authorized undersigned.

HRG GROUP, INC.

By: /s/ George  
C. Nicholson

Name: George C. Nicholson  
Title:  
Senior Vice President, Chief Accounting Officer  
and Acting Chief Financial Officer

Date: May 27, 2016

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