

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 9, 2020

**SPECTRUM BRANDS HOLDINGS, INC.**  
(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or other jurisdiction of incorporation)

001-4219

(Commission File Number)

74-1339132

(I.R.S. Employer Identification No.)

**SB/RH HOLDINGS, LLC**  
(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or other jurisdiction of incorporation)

333-192634-03

(Commission File Number)

27-2812840

(I.R.S. Employer Identification No.)

3001 Deming Way  
Middleton, Wisconsin 53562  
(Address of principal executive offices)

(608) 275-3340

(Registrant's telephone number, including area code)

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Exchange Act:

Registrant	Title of Each Class	Trading Symbol	Name of Exchange On Which Registered
Spectrum Brands Holdings, Inc.	Common Stock, \$0.01 par value	SPB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§232.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Spectrum Brands Holdings, Inc.

SB/RH Holdings, LLC

If an emerging growth company, indicate by checkmark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Spectrum Brands Holdings, Inc.

SB/RH Holdings, LLC

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory**

On October 9, 2020, Spectrum Brands Holdings, Inc. (the “Company”) appointed Gautam Patel and Anne S. Ward, each an independent, highly qualified, and diverse background candidate to its Board of Directors (the “Board”). These appointments were made in response to shareholder feedback and in furtherance of the Board’s commitment to advancing diversity and gender inclusion. The Board believes that the Company and its stakeholders are benefited by a highly skilled board with a significant variety of expertise and experiences and diversity across race, gender and ethnicity.

In addition, as part of the Company’s shareholder engagement program and its commitment to improved corporate governance, the Board also adopted a Board Diversity Policy. A copy of this policy can be found on the Company’s website at [www.spectrumbrands.com](http://www.spectrumbrands.com) under “Investor Relations-Corporate Governance Documents”.

Mr. Patel and Ms. Ward will serve as Class II and Class III directors, respectively, until the earlier of the annual meeting of the Company’s stockholders for their respective directorship class or until his or her successor is duly elected and qualified. The Board also appointed Mr. Patel to serve on the Audit Committee.

Mr. Patel and Ms. Ward are independent directors as defined under the listing standards of the New York Stock Exchange. There are no arrangements or understandings between Mr. Patel and Ms. Ward and any other persons pursuant to which they were selected as directors of the Company. There are no related person transactions (within the meaning of Item 404(a) of Regulation S-K) between Mr. Patel and Ms. Ward and the Company.

In consideration for their service to the Company, Mr. Patel and Ms. Ward will receive ordinary director compensation consistent with that received by the Company’s other non-employee directors as disclosed in the Company’s proxy statement filed with the Securities and Exchange Commission on June 18, 2020.

**Item 7.01. REGULATION FD DISCLOSURE**

On October 13, 2020, the Company issued a press release announcing the appointments of Ms. Ward and Mr. Patel to the Board, a copy of the press release is attached to this Current Report on Form 8-K (this “Report”) as Exhibit 99.1 and is incorporated by reference into this Item 7.01.

In accordance with General Instruction B.2 of Form 8-K, the information in this Report under this heading, including Exhibit 99.1, shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act.

**Item 9.01. FINANCIAL STATEMENT AND EXHIBITS**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Director Appointment Press Release by Spectrum Brands Holdings, Inc. dated October 13, 2020</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**SIGNATURES**

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

**SPECTRUM BRANDS HOLDINGS, INC.**

By: /s/ Ehsan Zargar  
Name: Ehsan Zargar  
Title: Executive Vice President, Corporate Secretary and General Counsel

**SB/RH HOLDINGS, LLC**

By: /s/ Ehsan Zargar  
Name: Ehsan Zargar  
Title: Executive Vice President, Corporate Secretary and General Counsel

Date: October 13, 2020

3001 Deming Way  
Middleton, WI 53562-1431  
P.O. Box 620992  
Middleton, WI 53562-0992  
(608) 275-3340



**For Immediate Release**

**Investor/Media Contact:  
Kevin Kim 608-278-6148**

**Spectrum Brands Holdings Appoints Gautam Patel and Anne S. Ward to the Board of Directors**

Appointment Adds Two Additional Independent, Highly Qualified, Diverse Directors

Middleton, WI, October 13, 2020 - Spectrum Brands Holdings, Inc. (NYSE: SPB; "Spectrum Brands" or the "Company"), a leading global branded consumer products and home essentials company focused on driving innovation and providing exceptional customer service, today announced the appointments of Gautam Patel and Anne S. Ward to its Board of Directors, each an independent, highly qualified, and diverse background candidate.

"We are very pleased to welcome Gautam and Anne as our new independent directors. They join our team during an exciting time as a home essentials company. We look forward to drawing on Gautam's extensive knowledge in mergers and acquisitions, financings, and investments across a broad range of sectors and Anne's extensive knowledge in personal care and home essential products across a broad range of consumer brands. Their backgrounds and experiences complement and enhance the skillset of our Board and provide additional resources to our management team. Their additions to our Board also reflect the dialogue we had with our shareholders and our commitment to having a highly skilled Board with a significant variety of expertise and experiences and diversity across race, gender, and ethnicity" said David Maura, Chairman and Chief Executive Officer of Spectrum Brands.

In addition, as part of the Company's shareholder engagement program and its commitment to improved corporate governance, the Board also adopted a Board Diversity Policy. A copy of this policy can be found on the Company's website at [www.spectrumbrands.com](http://www.spectrumbrands.com) under "Investor Relations-Corporate Governance Documents".

Mr. Gautam Patel, age 48, serves as Managing Director of Tarsadia Investments, a private investment firm based in Newport Beach, California, which he joined in 2012. In that role, Mr. Patel has led a team of investment professionals to identify, evaluate, and execute principal control equity investments across sectors including life sciences, financial services, and technology. Prior to joining Tarsadia in 2012, Mr. Patel served as Managing Director at Lazard, where he led financial and strategic advisory efforts in sectors including transportation and logistics, private equity, and healthcare. Mr. Patel joined Lazard as an associate in 1999, after graduating from business school. From 1994 to 1997, Mr. Patel was an Analyst at Donaldson, Lufkin & Jenrette, where he worked on mergers and acquisitions as well as high-yield and equity financings. Mr. Patel is currently a Board Member of Amneal Pharmaceuticals (NYSE: AMRX) as well as several private companies including Kashiv Biosciences, Asana Biosciences, Prolong Pharmaceuticals, LERETA and AIONX Antimicrobial Technologies. Mr. Patel also serves on the board of Casita Maria Center for Arts and Education, a New York based non-profit organization which aims to empower children through arts based education. Mr. Patel received a B.A. from Claremont McKenna College, a B.S. from Harvey Mudd College, an MSc from the London School of Economics and an MBA from the University of Chicago.

Ms. Anne Ward, age 48, currently serves as the Chief Executive Officer of CURiO Brands, a privately-held consumer goods company that manufactures and sells a portfolio of personal care and home fragrance brands. She joined the company in April 2012 as the CEO of Thymes and subsequently led a merger with DPM Fragrance to form CURiO. Prior to CURiO, Ms. Ward founded The FORWARD Group, a consulting firm focused on developing growth strategies for mid-sized companies and key executives, and served as its CEO from July 2010 until April 2012. From October 2007 until July 2010, Ms. Ward was the President and Chief Operating Officer of Johnson Publishing Company where she led the Ebony, Jet and Fashion Fair Cosmetics business units. Prior to her role at Johnson Publishing Company, Ms. Ward served as an Assistant Vice President of marketing for The Coca-Cola Company from September 2006 until September 2007 leading growth strategies for Coca-Cola, Sprite, Dasani and other key brands. Ms. Ward also held several positions of increasing responsibility within manufacturing and brand management at Procter & Gamble between May 1994 and August 2006. She led well-established, global brands including Pampers and Clairol as well as consumer growth strategies for the Beauty division. Ms. Ward currently serves as a Board Member of Vanda Pharmaceuticals, Inc. (NASDAQ: VNDA). She holds a B.S. in Mechanical Engineering and Material Science from Duke University and an M.B.A. from Duke University's Fuqua School of Business.

***About Spectrum Brands Holdings, Inc.***

*Spectrum Brands Holdings, a member of the Russell 1000 Index, is a leading supplier of residential locksets, residential builders' hardware, plumbing, shaving and grooming products, personal care products, small household appliances, specialty pet supplies, lawn and garden and home pest control products, and personal insect repellents. Helping to meet the needs of consumers worldwide, Spectrum Brands offers a broad portfolio of market-leading, well-known and widely trusted brands including Kwikset®, Weiser®, Baldwin®, National Hardware®, Pfister®, Remington®, George Foreman®, Russell Hobbs®, Black+Decker®, Tetra®, Marineland®, Nature's Miracle®, Dingo®, 8-in-1®, FURminator®, IAMS® and Eukanuba® (Europe only), Digest-eeze™, Healthy-Hide®, Littermaid®, Spectracide®, Cutter®, Repel®, Hot Shot®, Black Flag® and Liquid Fence®. For more information, please visit [www.spectrumbrands.com](http://www.spectrumbrands.com). Spectrum Brands – A Home Essentials Company.*