

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 3)*

Spectrum Brands Holdings, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

(CUSIP Number)

06/30/2026

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

Callodine Capital Management, LP

Check the appropriate box if a member of a Group (see instructions)

2

☐ (a)

☐ (b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power
	0.00	
		Shared Voting Power
	6	
	1,738,825.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	1,738,825.00	
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	1,738,825.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
	☐	
11	Percent of class represented by amount in row (9)	
	7.56 %	
12	Type of Reporting Person (See Instructions)	
	IA	

SCHEDULE 13G

CUSIP No.

1	Names of Reporting Persons	
	James S. Morrow	
2	Check the appropriate box if a member of a Group (see instructions)	
	☐	(a)
	☐	(b)
3	Sec Use Only	
4	Citizenship or Place of Organization	
	UNITED STATES	
		Sole Voting Power
	5	
	0.00	
Number of Shares Beneficially Owned by Each Reporting Person With:		Shared Voting Power
	6	
	1,738,825.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	1,738,825.00	
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	1,738,825.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
	☐	

11 Percent of class represented by amount in row (9)
7.56 %
Type of Reporting Person (See Instructions)

12 IN, HC

SCHEDULE 13G

Item 1.

Name of issuer:

- (a) Spectrum Brands Holdings, Inc.
Address of issuer's principal executive offices:
- (b) 3001 DEMING WAY, MIDDLETON, Wisconsin, 53562

Item 2.

Name of person filing:

- (a) Callodine Capital Management, LP James S. Morrow Shares reported herein for Callodine Capital Management, LP ("Callodine") represent shares held for the benefit of investment advisory clients of Callodine. Shares reported herein for Mr. Morrow represent the above referenced shares reported for Callodine. Mr. Morrow is the managing member of the general partner of Callodine. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest therein.
Address or principal business office or, if none, residence:
- (b) Callodine Capital Management, LP James S. Morrow c/o Callodine Capital Management, LP Two International Place, Suite 1830 Boston, MA 02110
Citizenship:
- (c) Callodine Capital Management, LP - Delaware James S. Morrow - United States
Title of class of securities:
- (d) Common Stock, \$0.01 par value
- (e) CUSIP No.:

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☒ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☒ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) 1,738,825
Percent of class:
- (b) 7.56% %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

1,738,825

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

1,738,825 The percentages reported herein with respect to the Reporting Persons' holdings are calculated based upon a statement in the Issuer's proxy statement filed with the Securities and Exchange Commission on June 26, 2026, that there were 22,995,596 shares of Common Stock, par value \$0.01 per share, of the Issuer outstanding as of June 12, 2026.

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Callodine Capital Management, LP

Signature: By: Callodine Capital Management, LLC, Its
General Partner, By: James S. Morrow, Managing
Member

Name/Title: /s/ James S. Morrow, Managing Member

Date: 08/14/2026

James S. Morrow

Signature: /s/ James S. Morrow

Name/Title: James S. Morrow

Date: 08/14/2026

Exhibit Information

Exhibit 99.1 - Joint Filing Statement, incorporated by reference to Exhibit 99.1 to the Schedule 13G filed on August 14, 2025 by the Reporting Persons with respect to the Issuer.