FAGRE NATHAN E Form 3 July 17, 2018

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

À FAGRE NATHAN E

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

07/13/2018

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Spectrum Brands Holdings, Inc. [SPB]

> 4. Relationship of Reporting Person(s) to Issuer

> > Director

_X__ Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SPECTRUM BRANDS HOLDINGS, INC., Â 3001

DEMING WAY

(Street)

(Check all applicable)

SVP, Gen. Counsel & Secretary

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

MIDDLETON, WIÂ 53562

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security

Expiration Date (Month/Day/Year)

Date

3. Title and Amount of Securities Underlying **Derivative Security**

5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership

(Instr. 4)

Expiration Title

Amount or

Price of Derivative Security

(Instr. 5)

Derivative Security: Direct (D)

(Instr. 4)

Exercisable Date

2. Date Exercisable and

Number of

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Shares or Indirect

(I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAGRE NATHAN E C/O SPECTRUM BRANDS HOLDINGS, INC. 3001 DEMING WAY MIDDLETON Â WLÂ 53562	Â	Â	SVP, Gen. Counsel & Secretary	Â

Signatures

/s/ Nathan E.
Fagre

**Signature of Reporting Person

O7/17/2018

Date

Explanation of Responses:

No securities are beneficially owned

- * 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).

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Remarks:

Exhibit 24.1: Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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