PROOF OF CLAIM AND RELEASE FORM

To be potentially eligible to receive a share of the Net Settlement Fund in connection with this Settlement, you must complete and sign this Proof of Claim and Release Form ("Claim Form") and mail it by first-class mail to the address below, with supporting documentation, *postmarked* no later than January 25, 2022.

Please Note: If you previously submitted a Claim Form in connection with the earlier proposed settlement in the Action, which you may have received in late 2020, you do not need to do so again. Your earlier Claim Form will be considered for participation in this Settlement. However, if you are an HRG Subclass Member and did NOT previously submit Claim Form you must submit a Claim Form *postmarked no later than January 25, 2022* to be eligible to participate in the Settlement. If you are not certain whether you previously submitted a Claim Form you may contact the Claims Administrator at 1-888-921-1535 to confirm.

Mail to:

HRG Securities Litigation c/o JND Legal Administration P.O. Box 91427 Seattle, WA 98111

Failure to submit your Claim Form by the date specified will subject your claim to rejection and may preclude you from being eligible to receive a payment from the Settlement.

Do not mail or deliver your Claim Form to the Court, Lead Counsel, Defendants' Counsel, or any of the Parties to the Action. Submit your Claim Form only to the Claims Administrator at the address set forth above.

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PART I – CLAIMANT INFORMATION

The Claims Administrator will use this information for all communications regarding this Claim Form. If this information changes, you MUST notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner's First Name	MI	Beneficial Owner's Last Name
Joint Beneficial Owner's First Name (if applicable)	MI	Joint Beneficial Owner's Last Name
If this claim is submitted for an IRA, and if you would like to the IRA, please include "IRA" in the "Last Name" box Entity Name (if Beneficial Owner is not an individual)		check that you MAY be eligible to receive made payable (e.g., Jones IRA).
Name of Representative, if applicable (e.g., executor, add	ministr	ator, trustee, c/o, etc.), if different from Beneficial Owner
Last four digits of Social Security Number or Taxpayer I	dentific	cation Number
Street Address		
City	¬ ,	State/Province Zip Code
Foreign Postal Code (if applicable)	– ,	Foreign Country (if applicable)
Telephone Number (Day)	¬ ·	Telephone Number (Evening)
		- -
Email address (email address is not required, but if you providing you with information relevant to this claim)	provid	e it you authorize the Claims Administrator to use it in
Account Number (where securities were traded) ¹		
Type of Beneficial Owner (specify one of the following	<u></u> j):	
☐ Individual(s) ☐ Corporation ☐] UGM	IA Custodian IRA Partnership
☐ Estate ☐ Trust ☐] Othe	r (describe):

¹ If the account number is unknown, you may leave blank. If filing for more than one account for the same legal entity, you may write "multiple." Please see ¶ 9 of the General Instructions below for more information on when to file separate Claim Forms for multiple accounts.

PART II – GENERAL INSTRUCTIONS

- 1. It is important that you completely read and understand the Notice of (I) Pendency of Class Action and Proposed Settlement; (II) Settlement Fairness Hearing; and (III) Motion for an Award of Attorneys' Fees and Litigation Expenses (the "Notice") that accompanies this Claim Form, including the Plan of Allocation of the Net Settlement Fund set forth in the Notice. The Notice describes the proposed Settlement, how Spectrum Subclass Members are affected by the Settlement, and the manner in which the Net Settlement Fund will be distributed if the Settlement and Plan of Allocation are approved by the Court. The Notice also contains the definitions of many of the defined terms (which are indicated by initial capital letters) used in this Claim Form. By signing and submitting this Claim Form, you will be certifying that you have read and that you understand the Notice, including the terms of the releases described therein and provided for herein.
- 2. By submitting this Claim Form, you will be making a request to receive a payment from the Settlement described in the Notice. IF YOU ARE NOT AN HRG SUBCLASS MEMBER (see the definition of the HRG Subclass in ¶ 30 of the Notice, which sets forth who is included in and who is excluded from the HRG Subclass), OR IF YOU, OR SOMEONE ACTING ON YOUR BEHALF, SUBMITTED A REQUEST FOR EXCLUSION, DO NOT SUBMIT A CLAIM FORM. YOU MAY NOT, DIRECTLY OR INDIRECTLY, PARTICIPATE IN THE SETTLEMENT IF YOU ARE NOT AN HRG SUBCLASS MEMBER. THUS, IF YOU ARE EXCLUDED FROM THE HRG SUBCLASS, ANY CLAIM FORM THAT YOU SUBMIT, OR THAT MAY BE SUBMITTED ON YOUR BEHALF, WILL NOT BE ACCEPTED.
- 3. Submission of this Claim Form does not guarantee that you will be eligible to receive a payment from the Settlement. The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Notice, if it is approved by the Court, or by such other plan of allocation as the Court approves.
- 4. Use the Schedule of Transactions in Parts III and IV of this Claim Form to supply all required details of your transaction(s) in, and holdings of, HRG Group, Inc. common stock and Spectrum Brands Holdings, Inc. ("Spectrum" or "post-Merger Spectrum") common stock. On these schedules, provide all of the requested information with respect to your holdings, purchases, and sales of these securities (including free transfers and deliveries), whether such transactions resulted in a profit or a loss. **Failure to report all transaction and holding information during the requested time periods may result in the rejection of your claim.**
- 5. On July 13, 2018, Old Spectrum (then known as Spectrum Brands Holdings, Inc.) was wholly acquired by HRG Group, Inc. in a reverse Merger (the "Merger"), with the surviving entity renamed "Spectrum Brands Holdings, Inc." In connection with the Merger, holders of HRG common stock received shares of Spectrum common stock, and HRG common stock was no longer publicly traded following the closing of the Merger (after the market close on July 13, 2018). In the Schedule of Transactions in Parts III and IV of this Claim Form, Claimants should state the share quantities and prices exactly as reflected in their supporting documentation.
- 6. <u>Please note:</u> Only the following purchase transactions are eligible for recovery under the Settlement: purchases of HRG common stock from January 26, 2017 through July 13, 2018. However, under the Plan of Allocation, information about your sales of Spectrum common stock that you received as a result of the conversion of HRG common stock in the Merger (if any) through February 15, 2019 are also required to calculate your claim. Failure to report all transaction and holding information during the requested time periods may result in the rejection of your claim.

- 7. You are required to submit genuine and sufficient documentation for all of your transactions in and holdings of HRG and/or Spectrum common stock set forth in the Schedule of Transactions in Parts III and IV of this Claim Form. Documentation may consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from your broker containing the transactional and holding information found in a broker confirmation slip or account statement. The Parties and the Claims Administrator do not independently have information about your investments in HRG or Spectrum common stock. IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OF THE DOCUMENTS OR EQUIVALENT DOCUMENTS FROM YOUR BROKER. FAILURE TO SUPPLY THIS DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS. Please keep a copy of all documents that you send to the Claims Administrator. Also, do not highlight any portion of the Claim Form or any supporting documents.
- 8. Use Part I of this Claim Form entitled "CLAIMANT INFORMATION" to identify the beneficial owner(s) of HRG common stock. The complete name(s) of the beneficial owner(s) must be entered. If you held the stock in your own name, you were the beneficial owner as well as the record owner. If, however, your shares were registered in the name of a third party, such as a nominee or brokerage firm, you were the beneficial owner of these shares, but the third party was the record owner. The beneficial owner, not the record owner, must sign this Claim Form to be eligible to participate in the Settlement. If there were joint beneficial owners, each must sign this Claim Form and their names must appear as "Claimants" in Part I of this Claim Form.
- 9. One Claim should be submitted for each separate legal entity or separately managed account. Separate Claim Forms should be submitted for each separate legal entity (e.g., a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual's name). Generally, a single Claim Form should be submitted on behalf of one legal entity including all transactions made by that entity on one Claim Form. However, if a single person or legal entity had multiple accounts that were separately managed, separate Claims may be submitted for each such account. The Claims Administrator reserves the right to request information on all the holdings and transactions in HRG and Spectrum common stock made on behalf of a single beneficial owner.
- 10. Agents, executors, administrators, guardians, and trustees must complete and sign the Claim Form on behalf of persons represented by them, and they must:
 - (a) expressly state the capacity in which they are acting;
 - (b) identify the name, account number, Social Security Number (or Taxpayer Identification Number), address, and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the HRG and/or Spectrum common stock; and
 - (c) furnish herewith evidence of their authority to bind to the Claim Form the person or entity on whose behalf they are acting. (Authority to complete and sign a Claim Form cannot be established by stockbrokers demonstrating only that they have discretionary authority to trade securities in another person's accounts.)
 - 11. By submitting a signed Claim Form, you will be swearing that you:
 - (a) own(ed) the HRG and/or Spectrum common stock you have listed in the Claim Form; or
 - (b) are expressly authorized to act on behalf of the owner thereof.

- 12. By submitting a signed Claim Form, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America. The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.
- 13. If the Court approves the Settlement, payments to eligible Authorized Claimants pursuant to the Plan of Allocation (or such other plan of allocation as the Court approves) will be made after any appeals are resolved, and after the completion of all claims processing. The claims process will take substantial time to complete fully and fairly. Please be patient.
- 14. **PLEASE NOTE:** As set forth in the Plan of Allocation, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. If the prorated payment to any Authorized Claimant calculates to less than \$10.00, it will not be included in the calculation and no distribution will be made to that Authorized Claimant.
- 15. If you have questions concerning the Claim Form, or need additional copies of the Claim Form or the Notice, you may contact the Claims Administrator, JND Legal Administration, at the above address, by email at info@HRGSecuritiesLitigation.com, or by toll-free phone at 1-888-921-1535, or you can visit the Settlement website, www.HRGSecuritiesLitigation.com, where copies of the Claim Form and Notice are available for downloading.
- 16. NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. To obtain the *mandatory* electronic filing requirements and file layout, you may visit the Settlement website at www.HRGSecuritiesLitigation.com or you may email the Claims Administrator's electronic filing department at HRGSecurities@JNDLA.com. Any file not in accordance with the required electronic filing format will be subject to rejection. The *complete* name of the beneficial owner of the securities must be entered where called for (see ¶ 8 above). No electronic files will be considered to have been submitted unless the Claims Administrator issues an email to that effect. Do not assume that your file has been received until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at HRGSecurities@JNDLA.com to inquire about your file and confirm it was received.

IMPORTANT: PLEASE NOTE

YOUR CLAIM IS NOT DEEMED FILED UNTIL YOU RECEIVE AN ACKNOWLEDGEMENT POSTCARD. THE CLAIMS ADMINISTRATOR WILL ACKNOWLEDGE RECEIPT OF YOUR CLAIM FORM BY MAIL, WITHIN 60 DAYS OF YOUR SUBMISSION. IF YOU DO NOT RECEIVE AN ACKNOWLEDGEMENT POSTCARD WITHIN 60 DAYS, CONTACT THE CLAIMS ADMINISTRATOR TOLL FREE AT 1-888-921-1535 OR BY EMAIL AT INFO@HRGSECURITIESLITIGATION.COM.

PART III – SCHEDULE OF TRANSACTIONS IN HRG COMMON STOCK

You must complete this Part III as to your purchases of HRG Group, Inc. common stock (NYSE: HRG; CUSIP: 40434J100) from January 26, 2017 through July 13, 2018. Please be sure to include proper documentation with your Claim Form as described in detail in Part II – General Instructions, Paragraph 7, above. Do not include information regarding securities other than HRG common stock.

HOLDINGS AS OF JANUARY 26, 2017 – State the total number of shares of HRG common stock held as of the opening of trading on January 26, 2017. (Must be documented.) If none, write "zero" or "0."				Confirm Proof of Position Enclosed
every purchase or	acquisition (includary 26, 2017 throu	ding free receipts)	H JULY 13, 2018 – Separate of HRG common stock from the close of trading on July	after the opening
Date of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price Per Share	Total Purchase Price (excluding any fees, commissions, and taxes)	Confirm Proof of Purchase Enclosed
1 1		\$	\$	
1 1		\$	\$	
1 1		\$	\$	
1 1		\$	\$	

3. SALES FROM JANUARY 26, 2017 THROUGH JULY 13, 2018 — Separately list each and every sale or disposition (including free deliveries) of HRG common stock from after the opening of trading on January 26, 2017 through and including the close of trading on July 13, 2018. (Must be documented.)			IF NONE, CHECK HERE		
Date of S (List Chronolo (Month/Day	ogically)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (not deducting any fees, commissions, and taxes)	Confirm Proof of Sale Enclosed
1 1			\$	\$	
1 1			\$	\$	
1 1			\$	\$	
1 1			\$	\$	
4. HOLDINGS AS OF JULY 13, 2018 – State the total number of shares of HRG common stock held at the close of trading on July 13, 2018 and prior to the Merger. (Must be documented.) If none, write "zero" or "0." Confirm Proof of Position Enclosed					
Please note : Shares of HRG common stock were exchanged for shares of post-Merger Spectrum common stock upon the closing of the Merger (after the market close on July 13, 2018). If you held HRG common stock at the time of the Merger and received shares of post-Merger Spectrum common stock upon the closing of the Merger, please complete Section IV below to provide the required information regarding the ultimate disposition of those shares.					
IF YOU REQUIRE ADDITIONAL SPACE FOR THE SCHEDULE ABOVE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER'S FULL NAME AND LAST FOUR DIGITS OF SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU DO ATTACH EXTRA SCHEDULES, CHECK THIS BOX.					

PART IV – SCHEDULE OF TRANSACTIONS IN SPECTRUM COMMON STOCK

Complete this Part IV if you acquired Spectrum Brands Holdings, Inc. ("Spectrum" or "post-Merger Spectrum") common stock (NYSE: SPB; CUSIP: 84790A105) as a result of the July 13, 2018 Merger. Please be sure to include proper documentation with your Claim Form as described in detail in Part II – General Instructions, Paragraph 7, above. Do not include information regarding securities other than Spectrum common stock.

1. SHARES RECEIVED IN JULY 13, 2018 MERGER BETWEEN SPECTRUM BRANDS AND HRG GROUP, INC. — State the total number of shares of post-Merger Spectrum common stock that you received from the conversion of HRG Group, Inc. ("HRG") common stock into post-Merger Spectrum common stock upon the closing of the Merger (after the market close on July 13, 2018). (Must be documented.) If none, write "zero" or "0."				Confirm Proof of Position Enclosed
2. SALES FROM JULY 14, 2018 THROUGH FEBRUARY 15, 2019 – Separately list each and every sale or disposition (including free deliveries) of post-Merger Spectrum common stock from July 14, 2018 through and including the close of trading on February 15, 2019. (Must be documented.)				IF NONE, CHECK HERE
Date of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Total Sale Price (not deducting any fees, commissions, and taxes)	Confirm Proof of Sale Enclosed
1 1		\$	\$	
1 1		\$	\$	
1 1		\$	\$	
1 1		\$	\$	
3. HOLDINGS AS OF FEBRUARY 15, 2019 – State the total number of shares of post-Merger Spectrum common stock held at the close of trading on February 15, 2019. (Must be documented.) If none, write "zero" or "0." Confirm Proof of Position Enclosed				
IF YOU REQUIRE ADDITIONAL SPACE FOR THE SCHEDULE ABOVE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER'S FULL NAME AND LAST FOUR DIGITS OF SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU DO ATTACH EXTRA SCHEDULES, CHECK THIS BOX.				

PART V - RELEASE OF CLAIMS AND SIGNATURE

YOU MUST ALSO READ THE RELEASE AND CERTIFICATION BELOW AND SIGN ON PAGE 10 OF THIS CLAIM FORM.

I (we) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the Effective Date of the Settlement, I (we) shall be deemed to have, and by operation of law and of the Judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged each and every Released Plaintiffs' Claim against Defendants and the other Defendants' Releasees, and shall forever be barred and enjoined from prosecuting any or all of the Released Plaintiffs' Claims against any of the Defendants' Releasees.

CERTIFICATION

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

- 1. that I (we) have read and understand the contents of the Notice and this Claim Form, including the releases provided for in the Settlement and the terms of the Plan of Allocation;
- 2. that the claimant(s) is a (are) HRG Subclass Member(s), as defined in the Notice, and is (are) not excluded by definition from the HRG Subclass as set forth in the Notice;
- 3. that the claimant(s) did **not** previously submit a request for exclusion from the settlement class in connection with the Prior Settlement or submit a request for exclusion from the HRG Subclass;
- 4. that I (we) own(ed) the HRG and/or Spectrum common stock identified in the Claim Form and have not assigned the claim against any of the Defendants or any of the other Defendants' Releasees to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
- 5. that the claimant(s) has (have) not submitted any other claim covering the same purchases of HRG common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;
- 6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;
- 7. that I (we) agree to furnish such additional information with respect to this Claim Form as Lead Counsel, the Claims Administrator, or the Court may require;
- 8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the determination by the Court of the validity or amount of this claim, and waives any right of appeal or review with respect to such determination;
- 9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action; and
- 10. that the claimant(s) is (are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (i) the claimant(s) is (are) exempt from backup withholding or (ii) the claimant(s) has (have) not been notified by the IRS that he, she, or it is subject to backup

withholding as a result of a failure to report all interest or dividends or (iii) the IRS has notified the claimant(s) that he, she, or it is no longer subject to backup withholding. If the IRS has notified the claimant(s) that he, she, it, or they is (are) subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above.

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of claimant	Date
Print claimant name here	
Signature of joint claimant, if any	Date
Print joint claimant name here	
If the claimant is other than an individual, or is not the must be provided:	e person completing this form, the following als
Signature of person signing on behalf of claimant	Date
Print name of person signing on behalf of claimant here	

REMINDER CHECKLIST



- 1. Sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
- 2. Attach only *copies* of acceptable supporting documentation, as these documents will not be returned to you.
- 3. Do not highlight any portion of the Claim Form or any supporting documents.





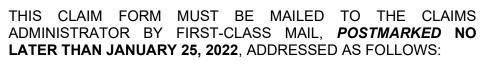
- 4. Keep copies of the completed Claim Form and documentation for your own records.
- 5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 60 days of your submission. Your claim is not deemed filed until you receive an acknowledgement postcard. If you do not receive an acknowledgement postcard within 60 days, please call the Claims Administrator toll free at 1-888-921-1535.





- 6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, you must send the Claims Administrator written notification of your new address. If you change your name, inform the Claims Administrator.
- 7. If you have any questions or concerns regarding your claim, contact the Claims Administrator at the address below, by email at info@HRGSecuritiesLitigation.com, or by toll-free phone at 1-888-921-1535, or you may visit www.HRGSecuritiesLitigation.com. DO NOT call Spectrum or its counsel with questions regarding your claim.







HRG Securities Litigation c/o JND Legal Administration PO Box 91427 Seattle, WA 98111

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date on or before January 25, 2022 is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms.

Please be patient and notify the Claims Administrator of any change of address.