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HARBINGER GROUP INC.

Form 8-K October 20, 2011

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 20, 2011

HARBINGER GROUP INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-4219 74-1339132

(Commission File Number) (IRS Employer Identification No.)

450 Park Avenue, 27th Floor, New

York, New York

(Address of Principal Executive

Offices)

10022

(Zip Code)

(212) 906-8555

(Registrant's telephone number, including area code)

(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:

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

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Item 7.01 Regulation FD Disclosure.

On October 20, 2011, Harbinger Group Inc. ("HGI"; NYSE: HRG) issued a press release announcing that Spectrum Brands Holdings, Inc. (NYSE: SPB), its majority-owned operating subsidiary, will issue its 2011 fiscal fourth quarter and full year results and host a live conference call and webcast before the markets open on Wednesday, November 16, 2011. A copy of this press release is furnished as Exhibit 99.1 of this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits. (d) Exhibits.

99.1 HGI Press Release, dated October 20, 2011*

* Furnished herewith

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SIGNATURES

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 undersigned hereunto duly authorized.

HARBINGER GROUP INC.

Date: October 20, 2011 By: /s/ Francis T. McCarron

Name: Francis T. McCarron

Title: Executive Vice President and

Chief Financial Officer