SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5 obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
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			or Section 30(n) of the investment Company Act of 1940						
1. Name and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol NEWELL BRANDS INC [NWL]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
POLK MICHAEL B				X	Director	10% Owner			
(Last) 221 RIVER S	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/24/2017	X	Officer (give title below) CEO	Other (specify below)			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable			
HOBOKEN	NJ	07030		X	Form filed by One Re	porting Person			
(City)	(State)	(Zip)	—		Form filed by More th Person	an One Reporting			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)	ction Instr.	4. Securities Disposed Of 5)	Acquired (D) (Instr	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/24/2017		A	v	0 ⁽¹⁾	A	\$ <mark>0</mark>	604,296 ⁽¹⁾	D	
Common Stock								47,303	I	By Trust (spouse a trustee)
Common Stock								58,031	I	Michael B. Polk Decembe 2012 5- year GRAT
Common Stock								64,866	I	Michael B. Polk May 2015 3-year GRAT
Common Stock								64,600 ⁽²⁾	I	Michael B. Polk August 2016 3- year GRAT
Common Stock								79,200 ⁽³⁾	I	Michael B. Polk August 2016 5- year GRAT
Common Stock								85,150 ⁽⁴⁾	I	Michael B. Polk August 2016 7- year GRAT

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Ta	ble II - Deriva (e.g., p					ired, Disp options,	convertib		i or i	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed Execution Date,	C ode Transe		(6A)Nu	m (162e) r	ExDectisEblero		7itītētle Amour	on aSollolares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
Esectantation	of Elespises	e(\$Month/Day/Year)	if any '	Code (Instr.		ative	(Month/Day/	(ear)	Securi	ties	Security	Securities	Form:	Beneficial
1. Reflects the	Derivative	f shares of common s	(Month/Day/Year) stock from GKAIs.)	he distri	bution o	Secu Dalifie Acqu	rities s as onl ired	y a change in tl	ne form of the	₋ Underi Reporta . Deriva	ig Person's t	eneficial own		Direct (D) or Indirect	Ownership (Instr. 4)
2. Reflects the	e Secubity ion of	f 27,900 shares of co	mmon stock from th	is GRAT	to the F	Re (A)no i Dispo	ng Pers D sed	on. This distrib	utions qualifie	s Secur ig and 4)	tya(thistng⊗in	the form of	th EoRleywinig g Pers ', Reported	o (i)s(Instr fi 4) al	l ownership.
3. Reflects the	distribution of	f 13,300 shares of co	mmon stock from th nmon stock from this	GRAT	to the F	epoint of (D	ng Pers	on. This distrib	utions qualifie	s as only	a change in	the form of the	Transaction(s)	on's beneficial	l ownership.
I I				GRAIT	o tile Ke	and 5			uons quannes		a change in	uie toriii of u	le (msjin 4) ig Perso		ownersnip.
Remarks	•			<u> </u>		·				·					
									<u>/s/</u>	Leah l	Lower, At	ttorney in	08/28/201	7	
								1	<u> </u>	ct for l	Michael E	<u>B. Polk</u>	00/20/201	<u>/</u>	
									** 9	signatur		ing Person	Date		
Reminder: R	eport on a se	parate line for each	class of securities	benefic	ially ov	vned d	irectly	opindirectly.	Expiration		Number of				
* If the form	is filed by mo	e than one reportir	g person, see Inst	rlu cida 4	(v)(v)	(A)	(D)	Exercisable	Date	Title	Shares				

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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