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)
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 APPRC	VAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

1. Name and Address of Reporting Person* POLK MICHAEL B			2. Issuer Name and Ticker or Trading Symbol <u>NEWELL BRANDS INC</u> [NWL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify
(Last) (First) (Middle) C/O NEWELL BRANDS INC. 6655 PEACHTREE DUNWOODY ROAD		2.	3. Date of Earliest Transaction (Month/Day/Year) 11/01/2016	CEO
(Street) ATLANTA (City)	GA (State)	30328 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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

2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
11/01/2016		Р		4,000	A	\$47.82	338,169	D	
							19,257	I	By Trust
							96,500	I	Michael B. Polk May 2015 3-year GRAT
							68,090	I	Michael B. Polk Decembe 2012 5- year GRAT
							58,342	I	Michael B. Polk Decembe 2013 3- year GRAT
							92,500	I	Michael B. Polk August 2016 3- year GRAT
							92,500	I	Michael B. Polk August 2016 5- year GRAT
							92,500	I	Michael B. Polk August 2016 7- year GRAT
	Date (Month/Day/Year)	Date (Month/Day/Year) (Month/Day/Year)	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (8)	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Transaction Code (Instr. 8)	(Month/Day/Year) if any (Month/Day/Year) $(Month/Day/Year)$ $(Month/Da$	(Month/Day/Year) if any (Month/Day/Year) if (Month/Day/Year) Code (Instr. 5) Code V Amount (A) or (D)	(Month/Day/Year) if any (Month/Day/Year) 25 Code (Instr. 5) Code V Amount (A) or Price	$ \left \begin{array}{c c c c c c c c c c c c c c c c c c c $	(Month/Day/Year) if any (Month/Day/Year) Code (Nonth/Day/Year) Solution (Nonth/Day/Year) Solution (Nonth/

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Ta Date (Month/Day/Year)	Henren Beriva Execution Date, if any (e.g., p -(Month/Day/Year)	ifye S Transa Utsde 8)	ecuri	the Sup of Secur Acqui (A) or Dispo of (D) (Instr.	ities red sed	if Cate Sign Expiration Da QUATIONDSy/1	ତ୍ର୍ ଥଧ େତ୍ୟ, ଅନ୍ତ୍ର ଭ୍ୟୁତ୍ତ ଅନ୍ତ୍ରାତ୍ୟ	Amount of Amount of Concentration Underlying Derivative Security (Instr. 3 and 4)	y ⁸ Ovinet 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)
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. Transa Code (8) Code		and 5 5. Nu Deriv Secu Acqu (A) or Dispo	ative ities ired (D)	6. Date Exerc Expiration Da (Month/Day/Y Date Exercisable	ite ear)	7. Title and Amount of Securities Underlying Derivative Security Instr. 3 Jind 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Explanatior	of Respons	es:				of (D) (Instr.						Transaction(s) (Instr. 4)		
Remarks	:					and 5						(
				Code	v	(A)	(D)	Date Exercisable	Expiratic	Michael R. Pete torney in Fact for lkitle Shares		<u>B. 11/01/201</u>	<u>6</u>	
** Signature of Reporting Person Date														

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast If the form is filed by more than one reporting person, see Instruction 4 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.