

Code of Business Conduct & Ethics Waivers

On February 21, 2022, the Newell Brands Inc. board of directors (the “Board”) (with Patrick D. Campbell, Brett M. Icahn and Courtney R. Mather recusing themselves from such action) granted a waiver of the conflicts of interest provisions of the Newell Brands Code of Conduct and Ethics (the “Code”) with respect to Messrs. Campbell, Icahn and Mather to permit the purchase by Newell Brands of 10,634,184 shares of Newell stock from Icahn Partners LP and Icahn Partners Master Fund LP (collectively, the “Icahn Group”), as described in our press release dated February 22, 2022 (the “Repurchase Transaction”). Messrs. Campbell, Icahn and Mather are directors of Newell Brands and disclosed to the Board a potential interest in the Repurchase Transaction as a result of their relationships with the Icahn Group. After consideration of the terms and conditions of the Repurchase Transaction, as well as the particular facts and circumstances surrounding it, the Board determined a waiver of the Code to be appropriate.