

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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

1. Name and Address of Reporting Person* <u>Hammer David Mark</u> (Last) (First) (Middle) C/O NEWELL BRANDS INC. 6655 PEACHTREE DUNWOODY ROAD (Street) ATLANTA GA 30328 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/11/2020	3. Issuer Name and Ticker or Trading Symbol <u>NEWELL BRANDS INC. [NWL]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Business Unit CEO - A&C	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	23,998,9079 ⁽⁴⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Restricted Stock Units	(2)	(3)	Common Stock	6,311	(4)	D
Restricted Stock Units	(5)	(3)	Common Stock	8,074	(4)	D
Stock Option (Right to Buy)	(6)	02/18/2030	Common Stock	27,914	20.02	D

Explanation of Responses:

- Includes 2,839,9079 shares of Newell Brands Inc. (the "Company") common stock owned in a joint account with the reporting person's spouse.
- Restricted stock units granted on February 14, 2018. Each restricted stock unit represents a contingent right to receive one share of the Company's common stock. These restricted stock units will vest in full on the third anniversary of the grant date, but the award may vest earlier in the event of the reporting person's death or disability.
- N/A
- Restricted stock units convert into shares of the Company's common stock on a one-for-one basis.
- Restricted stock units granted on February 19, 2019. Each restricted stock unit represents a contingent right to receive one share of the Company's common stock. These restricted stock units will vest ratably in one-half increments on the second and third anniversaries of the award, but the award may vest earlier in the event of the reporting person's death or disability.
- Stock option granted on February 18, 2020. The option vests ratably in one-third increments on the first, second, and third anniversaries of the grant date, subject to the reporting person's continuous employment with the Company.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Miriam Steinberg, Attorney in Fact 05/19/2020
for David M. Hammer
 ** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Bradford R. Turner, Raj Dave, Miriam Steinberg (1) execute for and on behalf of the undersigned, in the undersigned 's capacity as an officer and/or director of Newell Brands Inc. (the "Company") (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such (3) take any other action of any type whatsoever in connection with the foregoing which , in the opinion of such attorney-in-fact, may be of benefit to the undersigned.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever that may be necessary or desirable to complete and execute any such act or thing.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4, and 5 with the SEC.

The undersigned hereby revokes any Power of Attorney granted by the undersigned prior to the date hereof to agents or employees of the undersigned.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of May, 2020.

/s/ David Hammer

Print Name: David Hammer