UNITED STATES

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. <u>01</u>)*

NEWELL BRANDS INC.

| (Name of Issuer) | | | | | |
|--|--|--|--|--|--|
| Common stock, \$1 par value per share | | | | | |
| (Title of Class of Securities) | | | | | |
| 651229106 | | | | | |
| (CUSIP Number) | | | | | |
| December 30, 2022 | | | | | |
| (Date of Event Which Requires Filing of this Statement) | | | | | |
| Check the appropriate box to designate the rule pursuant to which this Schedule is filed: | | | | | |
| ☑ Rule 13d-1(b) | | | | | |
| □ Rule 13d-1(c) | | | | | |
| □ Rule 13d-1(d) | | | | | |
| * The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. | | | | | |
| The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes). | | | | | |
| | | | | | |

| No. | 6512 | 29106 | | | | | |
|---------------------|---|--------|---|--|--|--|--|
| 1 | NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) JPMORGAN CHASE & CO. 13-2624428 | | | | | | |
| | | | APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | | |
| 2 | (a) □ (b) □ | | | | | | |
| | Y | | | | | | |
| 3 | | | | | | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Delaware | | | | | | |
| | Delawai | | SOLE VOTING POWER | | | | |
| | | 5 | 21,618,943 | | | | |
| | | | SHARED VOTING POWER | | | | |
| | | 6 | 0 | | | | |
| NUMBER OF SHARES | | | SOLE DISPOSITIVE POWER | | | | |
| BENEFI | CIALLY | 7 | 22,017,777 | | | | |
| OWNED BY EACH | | | SHARED DISPOSITIVE POWER | | | | |
| | RTING N WITH: | 8 | 1,755 | | | | |
| | AGGRE | GATE . | AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | | |
| 9 | 22,076,283 | | | | | | |
| | CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | | | | | |
| 10 | | | | | | | |
| | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | | | | | |
| 11 | 5.3 % | | | | | | |
| | TYPE C | F REPO | ORTING PERSON (SEE INSTRUCTIONS) | | | | |
| 12 | нс | | | | | | |
| _ | | | | | | | |

FOOTNOTES

| Item 1. | | | | | |
|---------|--|---|--|--|--|
| | (a) | Name o | of Issuer LL BRANDS INC. | | |
| | (b) | 6655 Pe | s of Issuer's Principal Executive Offices eachtree Dunwoody Road, Georgia 30328 | | |
| Item 2. | | | | | |
| | (a) | | of Person Filing AGAN CHASE & CO. | | |
| | (b) | Address of Principal Business Office or, if none, Residence 383 Madison Avenue New York, NY 10179 | | | |
| | (c) | Citizens Delawar | | | |
| | (d) Title of Class of Securities Common stock, \$1 par value per share | | | | |
| | (e) | CUSIP 1 651229 | | | |
| Item 3. | m 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: | | | | |
| | (a) | | Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). | | |
| | (b) | | Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). | | |
| | (c) | | Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). | | |
| | (d) | | Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8). | | |
| | (e) | | An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E); | | |
| | (f) | | An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F); | | |
| | (g) | \boxtimes | A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G); | | |
| | (h) | | A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); | | |
| | (i) | | A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Compan Act of 1940 (15 U.S.C. 80a-3); | | |
| | (i) | п | A non-U.S. institution in accordance with 8 240 13d-1(b)(1)(ii)(I) | | |

| (k) | A group, in accordance with \S 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with \S 240.13d-1(b)(1)(ii) (J), please specify the type of institution: | | | |
|-----|---|--|--|--|
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Item 4. Ownership.

| Provide the following information re- | garding the aggregate numb | per and percentage of the class | of securities of the issuer identified in Item 1 |
|---------------------------------------|----------------------------|---------------------------------|--|
| | | | |

- (a) Amount beneficially owned: 22,076,283
- (b) Percent of class: 5.3 %
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 21,618,943
 - (ii) Shared power to vote or to direct the vote: 0
 - (iii) Sole power to dispose or to direct the disposition of: 22,017,777
 - (iv) Shared power to dispose or to direct the disposition of: 1,755

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \Box .

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

J.P. Morgan Trust Company of Delaware

J.P. Morgan Securities LLC

JPMorgan Chase Bank, National Association

JPMorgan Asset Management (UK) Limited

J.P. Morgan Investment Management Inc.

55I, LLC

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item Certification 10.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

JPMORGAN CHASE & CO.

Date: January 23, 2023 By: /s/ Rachel Tsvaygoft

Name: Rachel Tsvaygoft Title: Vice President

Footnotes:

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)