
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 240.14a-12

NEWELL BRANDS INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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NEWELL BRANDS INC.
6655 PEACHTREE DUNWOODY ROAD
ATLANTA, GA 30328

Your **Vote** Counts!

NEWELL BRANDS INC.

2022 Annual Meeting

Vote by May 4, 2022 11:59 PM ET. For shares held in a Plan,
vote by May 2, 2022 11:59 PM ET.



D69520-P68608

You invested in NEWELL BRANDS INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 5, 2022.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting them prior to April 21, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote in Person at the Meeting*

May 5, 2022
9:00 AM

Hyatt Centric Buckhead Atlanta
3301 Lenox Square Parkway NE
Atlanta, GA 30326

*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors	
1a. Bridget Ryan Berman	✔ For
1b. Patrick D. Campbell	✔ For
1c. James R. Craigie	✔ For
1d. Brett M. Icahn	✔ For
1e. Jay L. Johnson	✔ For
1f. Gerardo I. Lopez	✔ For
1g. Courtney R. Mather	✔ For
1h. Ravichandra K. Saligram	✔ For
1i. Judith A. Sprieser	✔ For
1j. Robert A. Steele	✔ For
2. Ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022.	✔ For
3. Advisory resolution to approve executive compensation.	✔ For
4. Approve the Newell Brands Inc. 2022 Incentive Plan.	✔ For
5. A stockholder proposal to amend the stockholder right to call a special meeting of stockholders.	✘ Against

NOTE: To transact such other business as may properly come before the annual meeting or any adjournment or postponement thereof.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".