



## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To Be Held On May 5, 2021

### To the Stockholders of NEWELL BRANDS INC.:

You are cordially invited to attend the annual meeting of stockholders of NEWELL BRANDS INC. (the “**Company**”) to be held on May 5, 2021, at 9:00 a.m., Eastern Daylight Time (the “**Annual Meeting**”). At this point, we anticipate that the ongoing public health impact of the coronavirus pandemic (COVID-19) and its social distancing requirements will continue over the next few months. To support the ongoing health and well-being of our stockholders, employees and their families, the Annual Meeting will be held in a virtual meeting format only, via live audio webcast. This is not our permanent preference and we expect to return to an in-person format as soon as it is safe to do so.

At the Annual Meeting, you will be asked to:

- Elect ten directors of the Company nominated by the Board of Directors;
- Ratify the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021;
- Vote on an advisory resolution to approve named executive officer compensation;
- Vote on a stockholder proposal described in the attached Proxy Statement, if properly presented at the meeting; and
- Transact such other business as may properly come before the Annual Meeting and any adjournment or postponement of the Annual Meeting.

Only stockholders of record at the close of business on March 9, 2021 may vote at the Annual Meeting or any adjournment or postponement thereof.

**Whether or not you plan to attend the Annual Meeting, please act promptly to vote your shares with respect to the proposals described above. You may vote your shares by marking, signing and dating the enclosed proxy card and returning it in the postage-paid envelope provided. You also may vote your shares by telephone or through the Internet by following the instructions set forth on the proxy card. If you attend the Annual Meeting, you may vote your shares in person, even if you have previously submitted a proxy in writing, by telephone or through the Internet.**

We appreciate your continued confidence in our Company and look forward to having you join us at 9:00 a.m. on May 5, 2021.

By Order of the Board of Directors,



Bradford R. Turner  
*Chief Legal and Administrative Officer and Corporate Secretary*

March 25, 2021

## **ADDITIONAL INFORMATION ABOUT THE VIRTUAL ANNUAL MEETING**

### **ATTENDANCE AND PARTICIPATION**

Our 2021 Annual Meeting will be conducted on the Internet via live audio webcast. You will be able to participate online and submit your questions in advance of the Annual Meeting by visiting [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021), beginning at 8:45 a.m. EDT on May 5, 2021. Stockholders will be able to vote their shares electronically during the Annual Meeting.

To participate in the Annual Meeting, you will need the 16-digit control number included on your proxy card or your voting instruction form. The Annual Meeting will begin promptly at 9:00 a.m. EDT. We encourage you to access the Annual Meeting prior to the start time. Online access will begin at 8:45 a.m. EDT. Guests may listen to a live audio webcast of the virtual Annual Meeting by visiting [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021) but are not entitled to participate.

The virtual Annual Meeting platform is fully supported across browsers (Internet Explorer, Firefox, Chrome, and Safari) and devices (desktops, laptops, tablets, and cell smartphones) running the most updated version of applicable software and plugins. Participants should ensure they have a strong Internet connection wherever they intend to participate in the Annual Meeting. Participants should also allow plenty of time to log in and ensure that they can hear streaming audio prior to the start of the Annual Meeting.

We will make available an electronic list of stockholders of record as of the record date for inspection by stockholders for any purpose germane to the meeting from April 24 through May 4, 2021. To access the electronic list during this time, please send your request, along with proof of ownership, by email to [investor.relations@newellco.com](mailto:investor.relations@newellco.com). You will receive confirmation of your request and instructions on how to view the electronic list. The list will also be available to stockholders during the live audio webcast of the Annual Meeting through a link to be made available at [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021).

### **QUESTIONS**

Questions submitted by stockholders will be answered at the conclusion of the Annual Meeting. Stockholders may submit questions for the Annual Meeting after logging in, beginning at 8:45 a.m. EDT on May 5, 2020. If you wish to submit a question, you may do so by logging into the virtual meeting platform at [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021), clicking Q&A, then typing your question into the "Submit a Question" field and clicking "Submit." Please submit any questions before the start time of the meeting.

We intend to answer questions pertinent to Company matters as time allows during the meeting. Questions that are substantially similar may be grouped and answered once to avoid repetition. To the extent, we are

not able to answer all questions during the time allotted for the Annual Meeting, we will publish answers to unanswered questions that were not duplicative and/or inappropriate on our IR website.

Additional information regarding the ability of stockholders to ask questions at the Annual Meeting, related rules of conduct and other materials for the Annual Meeting, including the list of our stockholders of record, will be available at [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021).

#### TECHNICAL DIFFICULTIES

Technical support, including related technical support phone numbers, will be available on the virtual meeting platform at [www.virtualshareholdermeeting.com/NWL2021](http://www.virtualshareholdermeeting.com/NWL2021) beginning at 8:45 a.m. EDT on May 5, 2020 through the conclusion of the Annual Meeting.

#### **Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on May 5, 2020**

**The Company's Proxy Statement and 2020 Annual Report to Stockholders are available at  
[WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM)**