Updated November 2026

NEWELL BRANDS INC.
CORPORATE GOVERNANCE GUIDELINES

The Board of Directors (the "Board") of Newell Brands Inc. (the "Company") has adopted these corporate governance guidelines (these "Guidelines"). These Guidelines should be interpreted in the context of all applicable laws, regulations and listing requirements as well as in the context of the Company's organizational documents.

A. Role of the Board of Directors

The primary responsibility of the Board is to oversee the affairs of the Company for the benefit of the Company's stockholders. The Company's chief executive officer and, through such officer, other senior management are responsible for managing the day-to-day operations of the Company. The Board is responsible for overseeing and monitoring management's performance of those obligations.

B. Composition of the Board of Directors

1. Qualifications and Selection of Directors.

(a) *Independence*. No less than three-quarters of the Board will consist, at all times, of "independent directors," as defined under the applicable rules of the Nasdaq Stock Market ("NASDAQ") and any standards adopted by the Board from time to time. A director will not qualify as "independent" unless the Board affirmatively determines that the director has no material relationship with the Company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the Company) and that the director otherwise complies with the requirements for independence under applicable NASDAQ rules. Directors are expected to inform the Board promptly of any material changes in their circumstances or relationships that may impact their designation by the Board as independent. Each continuing independent director shall certify annually that the director qualifies as independent under applicable NASDAQ rules.

To assist the Board in making determinations of independence, the Nominating/Governance Committee may recommend to the Board, from time to time, and the Board may approve, standards for determining the materiality of certain types of relationships. The Company will make appropriate disclosure in its annual proxy statements of any standards adopted by the Board.

(b) *Qualifications and Selection Criteria*. The Board seeks to identify as candidates for director persons from various backgrounds and with a variety of life experiences, with a reputation for integrity and good business judgment who have experience in highly responsible positions in professions or industries relevant to the conduct of the Company's business. In selecting new directors, the Board takes into account the current composition of the Board and the extent to which a candidate's particular expertise and experience will complement the expertise and experience of other directors. Candidates for directors should be free of conflicts of interest or relationships that may interfere with the performance of their duties.

(c) *Selection Procedures*. The Nominating/Governance Committee is responsible for identifying and recommending to the Board candidates for directorships. The Board is responsible for selecting such candidates.

2. Size. The Board believes that an appropriate size for the board is between nine and

twelve directors. The Nominating/Governance Committee considers and makes recommendations to the Board, from time to time, concerning the structure and size of the Board. Special considerations, including, for example, the availability of a uniquely qualified candidate or succession planning, may lead the Nominating/Governance Committee to recommend, and the Board to approve, a Board size outside of this range.

3. Chairperson. The positions of Chairperson and Chief Executive Officer are usually held by different persons. This combination has served the Company well for many years. However, the Board is free to make this choice in the manner it determines to be best for the Company under the then existing circumstances. Should the Chairperson be held by the CEO, the independent directors of the Board will appoint a Lead Independent Director to serve for a term specified by the Board or until his or her successor is elected. The Nominating/Governance Committee annually reviews the position of Chairperson and reports to the Board the results of its review. The Board elects the Chairperson at the first regular meeting of the Board held each year, based on the recommendations of the Nominating/Governance Committee

4. Retirement Policy: Term Limits.

(a) *Mandatory Retirement*. A director is required to retire at the annual meeting of stockholders immediately following his or her 75th birthday. Employee directors are expected to resign from the Board upon termination of their employment with the Company (other than as a result of normal retirement) either effective immediately or at the next meeting of the Board following such termination. The Nominating/Governance Committee may, in appropriate circumstances, determine to grant exceptions to this policy when doing so is determined to be in the best interests of the Company. A non-employee director who previously retired from the Company may choose to retire from Board service either at age 75 or consistent with the Company's retirement guidelines for employees.

(b) *Change in a Director's Primary Employment.* Non-employee directors who change their primary employer or the nature of their employment following their election to the Board are expected to tender their resignation to the Board effective upon acceptance by the Board. The Board does not believe that, in every instance, directors who retire from or change the primary position that they held when they came on the Board should necessarily leave the Board. The Board should, however, have an opportunity to review the continued appropriateness of Board membership under the circumstances.

(c) *Term Limits.* The Board does not believe that fixing a set term limit for directors serves the interests of the Company. Fixed term limits may have the effect of depriving the Company of the contribution of those directors who have developed, over time, increasing depth of understanding of the Company and its operations. The Nominating/Governance Committee will consider, however, the possible need for a fresh perspective in deciding whether or not to recommend to the Board that a director be nominated for re-election.

5. Service on Other Boards. Directors are expected to devote sufficient time to fulfill their responsibilities as directors as set forth in these Guidelines. Directors shall advise the Chair of the Board and Chair of the Nominating/Governance Committee and seek advance approval prior to joining any public or private corporate board. Directors may serve on the board of directors of other public companies but shall limit such service to boards of no more than three public companies in addition to the Company's Board. It is Newell Brands' expectation that any director who is also serving as the Chief Executive Officer of a public company shall serve on no more than one other public company board of directors in addition to the Company's Board. The Nominating/Governance Committee and the Board will consider the nature of and time involved in a director's service on other corporate boards as well as their employment status in evaluating the suitability of individual directors for nomination.

6. Compensation; Clawback Policy.

(a) *Compensation*. Director compensation is set by the Board. The Compensation and Human Capital Committee annually reviews the amount and components of director and committee member compensation and makes recommendations to the Board when it concludes that changes are needed. The Board seeks to compensate directors utilizing peer group data and at a level comparable to that of other publicly held consumer products companies of the same relative size as the Company in order to ensure that the Company is able to attract and retain directors of an appropriate caliber. The Board believes that director compensation should consist of a combination of cash and equity so that a portion of the value of director compensation is directly tied to the Company's performance.

(b) *Clawback Policy*. The Company has adopted an Executive Compensation Recoupment Policy, effective as of November 7, 2023 (the "NASDAQ Clawback Policy"), to comply with certain final rules and regulations promulgated by the Securities and Exchange Commission ("SEC") and listing standards of NASDAQ, including Section 10D of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and Rule 10D-1 under the Exchange Act. As of the date hereof, the NASDAQ Clawback Policy sets forth the Company's policies regarding the recoupment of certain compensation from covered executive officers in such circumstances as described therein.

7. Resignation.

(a) *Resignation Agreement*. Under Article III, Section 3.2 of the By-Laws, in an uncontested election, each director shall be elected by a majority vote. The Board shall not nominate for director any director candidate who is an incumbent director unless and until such director candidate has submitted in writing his or her irrevocable resignation as a director, which resignation would be effective upon the director's failure to receive the required majority vote in any uncontested election and the Board's acceptance of such resignation. If a resignation agreement is not executed by an incumbent director prior to the election of directors, it is the policy of the Board that if such director fails to receive the required majority vote in an uncontested election, he or she shall, promptly after certification of such vote, tender his or her resignation to the Chairperson which resignation would be effective upon its acceptance by the Board.

(b) *Failure to Obtain Majority Vote*. If an incumbent director is not elected by a majority of the votes cast (unless, pursuant to Article III, Section 3.2 of the By-Laws, the director election standard is a plurality of the votes cast), such incumbent director shall promptly tender his or her resignation to the Board. A recommendation on whether to accept such resignation shall be made by the Nominating/Governance Committee, or, if a majority of such committee did not receive the required majority vote, a majority of the Board shall appoint a special committee of independent directors for such purpose of making a recommendation to the Board (the "Special Nominating Committee"). If fewer than three independent directors received the required majority vote, the Board shall act on the resignation offers. The applicable committee, if any, shall make a recommendation to the Board on whether to accept or reject the director's resignation, or whether other action should be taken. The Board shall act on any such resignation offer within 90 days from the date of the certification of the election results. The Board's actions with respect to any such resignation offer may include: (i) accepting the resignation offer, (ii) deferring acceptance of the resignation offer until a replacement director with certain necessary qualifications held by the subject director (e.g., Audit Committee accounting or related financial management expertise)can be identified and elected to the Board, (iii) maintaining the director but addressing what the Board believes to be the underlying cause of the "against" votes, (iv) maintaining the director but resolving that the director will not be re-nominated in the future for election, or (v) rejecting the resignation offer. The Board's decision and an explanation of any determination not to accept the director's resignation shall be disclosed promptly in a Form 8-K filed, as required by federal securities laws and the United States Securities and Exchange Commission. Notwithstanding

the foregoing, if acceptance by the Board of all the offers of resignation then pending would result in the Company having fewer than a majority of the directors who were in office before the election, the Board may determine to extend such 90-day period by an additional 90 days upon the conclusion that such an extension is in the best interests of the Company.

(c) *Resignation Accepted*. If any director's resignation offer is not accepted by the Board, such director shall continue to serve until his or her successor is duly elected and qualified, unless he or she shall cease to serve by reason of death, resignation or other cause. If a director's offer of resignation is accepted by the Board, or if a nominee for director is not elected and the nominee is not an incumbent director, then the Board, acting on the recommendation of the Nominating/Governance Committee, or Special Nominating Committee, as may be applicable, may, pursuant to the By-Laws or Certificate of Incorporation, fill the resulting vacancy or decrease the size of the Board.

(d) *Recusal.* The Board expects an incumbent director that fails to receive the required majority vote in any uncontested election to exercise voluntary recusal from participation, except in limited circumstances, in any consideration by the Nominating/Governance Committee(or such other committee as may be designated pursuant to the policy set forth above) and by the Board with respect to whether to accept or reject such director's resignation or whether other action should be taken; provided that if the number of independent directors who were successful incumbents is fewer than three, all directors may participate in the decisions of the Board pursuant to these resignation and recusal policies.

C. Responsibilities and Authority of Directors

1. General Responsibilities of Directors. The primary responsibility of the directors is to exercise their business judgment in what they reasonably believe to be the best interests of the Company and its stockholders. In discharging this obligation, directors are entitled to rely on the honesty and integrity of the Company's senior management and outside advisors and auditors. Directors are expected to meet as frequently as necessary to discharge their responsibilities, to review in advance any materials circulated in connection with those meetings, to attend scheduled Board meetings and the meetings of the committees on which they serve, and to spend the time required to discharge properly their responsibilities as directors.

2. Executive Succession and Evaluation. One of the Board's primary responsibilities is to select and evaluate the performance of the CEO and, in consultation with the CEO, to select and evaluate the performance of other senior officers of the Company. The Board regularly reviews matters relating to executive succession planning, including succession planning in the event of the unexpected death, incapacity or resignation of the CEO. The Board expects the CEO to make available at all times his or her recommendation and evaluation of potential successors, along with any development plans recommended for such persons, and to work closely with the Board in connection with such matters. The Compensation and Human Capital Committee annually oversees the review of the performance of the CEO.

3. Access to Employees and Independent Advisors. Directors have full and free access to any of the Company's employees. The Board shall have the power to call for reporting from any business unit at the executive sessions of Board meetings, including, without limitation, from audit and compliance. The Board and each of its committees has the authority to engage, at the Company's expense, such independent legal, financial, accounting or other advisors as it believes necessary or appropriate to assist it in the fulfillment of its responsibilities, without consulting with, or obtaining the advance approval, of any Company officer.

4. External Communications. The Board believes that management speaks for the

Company. Individual directors may meet or otherwise communicate, from time to time, with the press, institutional investors, or various constituencies of the Company, but the Board believes that such meetings or communications should generally take place only at the request or with the concurrence of the Board or management. If comments from the Board are appropriate, they should, in most circumstances, come from the Chairperson.

D. Meetings of the Board

1. Meeting Agendas; Board Information. The Chairperson sets the agenda for Board meetings. Any director may request that an item be included on the agenda or may raise at any Board meeting subjects that were not on the agenda for that meeting. The Company generally circulates to the Board or committee members written materials relating to the matters to be considered at meetings at least one week in advance of regularly scheduled meetings and as far in advance of special meetings as is appropriate and feasible under the circumstances.

2. Executive Sessions of Non-Management Directors. Non-management directors meet, outside the presence of management, at regularly scheduled executive sessions at least four times a year. If the non-management directors include one or more directors who are not "independent" under applicable NASDAQ rules, the independent directors also meet, outside the presence of management in an executive session, at least twice a year. Usually, such executive sessions take place in conjunction with Board meetings, but they may take place at any time. The Chairperson or Lead Independent Director, or in his or her absence, the person the Chairperson or Lead Independent Director so appoints, presides at the executive sessions.

3. Participation of Senior Management. The Board expects that members of the Company's senior management will regularly attend Board and Committee meetings to present or explain proposals and otherwise assist in the work of the Board. Such participation may be limited or discontinued at any time at the request of the Board.

4. Attendance at Annual Meetings of Stockholders. Directors are expected to attend the annual meeting of the Company's stockholders.

5. Communications with Directors. The Company discloses, in its annual proxy statement and on its website, one or more methods by which stockholders and other interested parties may communicate directly with the Board, including the Chairperson or Lead Independent Director who presides over executive sessions of the Board, and the non-management and/or independent directors as a group.

6. Confidentiality. The proceedings and deliberations of the Board and its Committees are confidential. Each director will maintain the confidentiality of information received in connection with his or her service as a director.

E. Committees of the Board

1. Numbers and Composition of Committees. The Board will have at all times an Audit Committee, a Nominating/Governance Committee, a Compensation and Human Capital Committee and a Chairperson's Executive Committee (the "Standing Committees"). All of the members of the Standing Committees will be "independent directors" under standards adopted by the Board. In addition, members of each Committee will comply with applicable NASDAQ requirements. The purpose, authority and responsibilities of each Standing Committee are set forth in a written charter of such committee, as approved by the Board. The Board may establish, from time to time, additional committees by resolution of the Board.

2. Chairperson and Committee Membership. The Nominating/Governance Committee annually reviews the membership of each Standing Committee and recommends, to the Board, the directors to serve as the chairperson and members of such committee, taking into account the criteria for membership specified in the charters of the Standing Committees and expertise, experience, and interests of the directors. The Board appoints the chairperson and members of each committee from time to time and at least annually, based on the recommendations of the Nominating/Governance Committee. Committee assignments may be rotated periodically but the Board does not believe the rotation should be mandated as policy. Similarly, based on the recommendations of the Nominating/Governance Committee, the Board will consider rotation of committee chairpersons, as appropriate.

3. Committee Meeting Procedures. Each committee chairperson, in consultation with the committee members, determines the frequency of committee meetings. The agenda and any background materials for committee meetings may be developed in consultation with committee members and management. Each committee chairperson reports to the Board as to matters addressed at committee meetings.

F. Director Orientation and Continuing Education

1. Orientation. The Board requires all new directors to participate in an orientation program conducted by management.

2. Continuing Education. The Board encourages all directors to participate in continuing director education. The Nominating/Governance Committee will assist directors in identifying useful third-party programs and materials and in developing and providing educational programs and materials for Company directors. The Company will reimburse the reasonable costs of such education.

G. Stockholder Proposals

If any stockholder proposal receives the support of a majority of the votes cast, excluding abstentions and broker non-votes, at any annual meeting of the Company's stockholders, then, no later than the end of the calendar year in which such annual meeting falls, the Nominating/Governance Committee, or an alternative independent Board committee designated by the Board, will schedule a meeting (which may be held telephonically) with the proponent of such proposal, to obtain any additional information to provide to the Board for its reconsideration of the proposal. The meeting with the proponent should be coordinated with the timing of a regularly scheduled Board meeting. Following the meeting with the proponent, the Nominating/Governance Committee (or alternative independent committee) will present the proposal with the committee's recommendation, and information relevant to the proposal, to the full Board for action consistent with the Company's certificate of incorporation and by-laws, which should necessarily include a consideration of the interest of the Company's stockholders.

H. Annual Performance Evaluation

The Board conducts an annual review of its own performance to determine whether the Board and its committees are functioning effectively and in compliance with these Corporate Governance Guidelines. The Nominating/Governance Committee is responsible for organizing and overseeing the review process and for soliciting the input of all of the directors. As part of that review, the Nominating/Governance Committee reviews the continuing independence of the Company's outside directors and reports its findings to the Board. The Nominating/Governance Committee shall evaluate the effectiveness of the Board's governance and oversight, including but not limited to using

questionnaires prepared and/or reviewed by the Nominating/Governance Committee which shall consider guidance from the National Association of Corporate Directors and/or other authoritative sources regarding governance best practices.

I. Review of these Guidelines

The Nominating/Governance Committee of the Board periodically reviews and reassesses these Guidelines and recommends to the Board for its approval any changes that it believes necessary.