FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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					01 56	or Section 30(ff) of the investment Company Act of 1940										
1. Name and Address of Reporting Person* POLK MICHAEL B						2. Issuer Name and Ticker or Trading Symbol NEWELL BRANDS INC [NWL]								5. Relationship of Reporting Person(s) t (Check all applicable) X Director 109		
(Last) (First) (Middle) 221 RIVER STREET						te of Ear 9/2017	liest Trans	action (N	/Jonth/	/Day/Year)		X Officer (give title Other (specify below) CEO				
(Street) HOBOKI		J tate)	4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(3		(Zip) Fable I - No	n-Deriv	/ative S	Securi	ties Acc	uired	. Dis	posed of.	or Ber	nefici	ally Own	ed		
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A)			5. Amo Securi Benefi Owned	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
					Code	v	Amount	(A) or (D)	Price	Transa	ed ction(s) 3 and 4)		(Instr. 4)			
Common	Stock			05/19	/2017			A	V	31,634 ⁽¹⁾	A	\$(55!	5,746 ⁽¹⁾	D	
Common	Stock												4	7,303	I	By Trust (spouse as trustee)
Common	Stock												5	8,031	I	Michael B. Polk December 2012 5- year GRAT
Common	Stock												6	4,866	I	Michael B. Polk May 2015 3-year GRAT
Common Stock												9	2,500	I	Michael B. Polk August 2016 3- year GRAT	
Common	Stock												9	2,500	I	Michael B. Polk August 2016 5- year GRAT
Common Stock												9	2,500	I	Michael B. Polk August 2016 7- year GRAT	
			Table II -	Derivat	tive Se uts. ca	curitie	s Acqu	ired, C	Dispo	osed of, o	r Benef	iciall	y Owned			
1. Title of Derivative Security 2. Conversion Date Execution I if any (Month/Day/Year) Or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) if any (Month/Day/Year)		ned on Date,	ed 4. I Date, Transact Code (In		5. Number tion of			sable and te //ear)	7. Title and Amount of Securities Underlying Derivative Security (Instraand 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		

		Та	ble II - Deriva (e.g., p	ı				options,	convertib		lor t	y Owned			
1. Title of	2.	3. Transaction	3A. Deemed	4.ode		6A)Nu	m (15x) r	Expertise bleer			aSolodares	8. Price of	9. Number of	10.	11. Nature
(Instr. 3) 1. Reflects th		e(Month/Day/Year)	Execution Date, if any (Month/Day/Year) tock from GRA1.	Code (8) e distrib	Inctr	Deriv Secu	ative rities as only ired	(Month/Day/ a change in th	Voor)	Securi Underl Deriva	ies	Derivative Security (Instr. 5) enericial own	derivative Securities Beneficially ership, and as sucl	Ownership Form: Direct (D) Direct (D) Or Indirect	of Indirect Beneficial Ownership Providus (Instr. 4)
reported. Remarks	Security					(A) or Dispo	sed				y (Instr. 3		Following Reported Transaction(s)	(I) (Instr. 4)	
Exhibit 24 - I	Power of Attorn	ey 				(Instr and 5					Lower, At Michael B	ttorney in B. Polk	(Instr. 4) 05/22/201	 <u>.7</u> 	
	l .	ſ	class of securities	ı	1 1		irectly	or indirectly.	**	Signatur	e of Repor Amount or Number	ing Person	Date		
** Intentiona	l misstatemer	ts or omissions of	acts constitute Fed	eral Cri Code	minal \	iolatic	ns Sec (D)	Pate S.C. 10 Exercisable	Date	S.C. 78	n¶fa). Shares				

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POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Bradford R. Turner, Leah Lower, and Kathi Lewis, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (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"), Forms ID, 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- 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 Form ID, 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (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, in the best interest of, or legally required by, the undersigned , it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in fact's discretion.

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 requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact 's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

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 respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

The undersigned hereby revokes any Power of Attorney granted by the undersigned prior to the date hereof to agents or employees of the Company with respect to the matters set forth in paragraphs (1), (2) and (3) above.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15 day of March, 2017.

/s/ Michael B. Polk

Print Name: Michael B. Polk