Edgar Filing: Tarchetti Mark - Form 4

| Tarchetti Mar Form 4 February 14, | 2018 | | | | | | | OMB A | PPROVAL |
|--|---|--|--------------|---|----------------|--|-------------------------------------|---|----------|
| FORIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: 323 | | | | | | | | 3235-0287 January 31, 2005 average rs per | |
| 1. Name and A Tarchetti Ma | Symbol | 2. Issuer Name and Ticker or Trading Symbol NEWELL BRANDS INC [NWL] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) 221 RIVER | (Month/I | 3. Date of Earliest Transaction (Month/Day/Year) 02/12/2018 | | | | Director 10% Owner X Officer (give title Other (specify below) below) President | | | |
| (Street) 4. If Amendment, Date 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) | (State) (Zi | ^{ip)} Tab | le I - Non-D | erivative S | Securi | ties Acq | uired, Disposed of | f, or Beneficial | ly Owned |
| 1.Title of Security (Instr. 3) | Citle of curity2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if | | | 4. Securit on(A) or Di (Instr. 3, 4 | sposed | l of (D) | Securities Beneficially Owned | Indirect (I) | |
| Common Stock | 02/12/2018 | | Code V M | Amount 19,402 (1) | or (D) A | Price \$ 27.3 | (Instr. 3 and 4) 262,443 | D | |
| Common Stock | 02/12/2018 | | F | 7,397 | D | \$ 27.3 | 255,046 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Amou Unde Secur | le and int of rlying ities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-----------------------|---|---|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|-----------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| Tarchetti Mark 221 RIVER STREET HOBOKEN, NJ 07030 | | | President | | | | | |
| Signatures | | | | | | | | |
| /s/ Leah Lower, Attorney in Fa Tarchetti | ct for Ma | rk | 02/14/2 | 2018 | | | | |
| <u>**</u> Signature of Reporting P | erson | | Date | e | | | | |
| Explanation of Responses: | | | | | | | | |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). **
- (1) Acquired upon vesting of performance-based restricted stock units previously granted in 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.