

OKLAHOMA FIREFIGHTERS PENSION AND RETIREMENT SYSTEM, Individually and on Behalf of All Others Similarly Situated,

Plaintiff,

vs.

NEWELL BRANDS INC., MICHAEL B. POLK, JOHN K. STIPANCICH, SCOTT H. GARBER, BRADFORD R. TURNER, MICHAEL T. COWHIG, THOMAS E. CLARKE, KEVIN C. CONROY, SCOTT S. COWEN, DOMENICO DE SOLE, CYNTHIA A. MONTGOMERY, CHRISTOPHER D. O'LEARY, JOSE IGNACIO PEREZ-LIZUR, STEVEN J. STROBEL, MICHAEL A. TODMAN, and RAYMOND G. VIAULT,

Defendants.

SUPERIOR COURT OF NEW JERSEY
LAW DIVISION: HUDSON COUNTY

DOCKET NO.: HUD-L-3492-18

Civil Action

NOTICE OF PENDENCY OF CLASS ACTION

If you are a former shareholder of Jarden Corporation who received or acquired the common stock of Newell Brands Inc., pursuant to the S-4 registration statement and prospectus issued in connection with Newell Brands Inc.'s April 2016 acquisition of and merger with Jarden Corporation, a class-action lawsuit may affect your rights.

*A court authorized this Notice. This is not a solicitation from a lawyer.
Please read this Notice carefully and in its entirety.*

The purpose of this Notice is to inform you of a class-action lawsuit now pending in the Superior Court of New Jersey, Law Division: Hudson County (the "Court") under the above caption (the "Action") against Newell Brands Inc. ("Newell" or the "Company") and Individual Defendants Michael B. Polk, John K. Stipancich, Scott H. Garber, Bradford R. Turner, Michael T. Cowhig, Thomas E. Clarke, Kevin C. Conroy, Scott S. Cowen, Domenico de Sole, Cynthia A. Montgomery, Christopher D. O'Leary, Jose Ignacio Perez-Lizaur, Steven J. Strobel, Michael A. Todman, and Raymond G. Viault (collectively, with Newell, "Defendants"). This Notice is intended only to advise you that the Action has been certified by the Court to proceed as a class action on behalf of former shareholders of Jarden Corporation ("Jarden") who received Newell common stock as part of Newell's April 2016 acquisition of, and merger with, Jarden and your rights with respect to the Action.

The Court has not made any determination regarding the merits of Plaintiff's claims, and this Notice is not an admission by Defendants or an expression of any opinion of the Court concerning the merits of the Action. Defendants vigorously deny any and all allegations of wrongdoing and/or liability. There is no settlement or monetary recovery at this time.

Please do not call or write the Court. If you have questions after reading this Notice, you should contact the Notice Administrator or Class Counsel, as discussed below.

BASIC INFORMATION

1. Why did I get this Notice?

You received this Notice because the Court has certified a Class in this lawsuit and you were identified as a potential Class Member whose rights may be affected. This Notice explains that the Court has allowed, or “certified,” this action to proceed as a class-action lawsuit that may affect you.

A class action is a type of lawsuit in which one or several individuals or entities prosecute claims on behalf of all members of a group of similarly situated persons and entities (*i.e.*, the class) to obtain monetary or other relief for the entire group. Class actions avoid the necessity of each member of a class having to file his, her, or its own separate lawsuit to obtain relief.

The Court decided that this lawsuit can proceed as a class action because it meets the requirements of Rule 4:32 of the New Jersey Court Rules, which governs class actions in New Jersey courts. Specifically, the Court found that a significant number of investors acquired the common stock of Newell pursuant to the Registration Statement (defined below) and that the claims alleged in the Action are common enough to apply to all of those investors.

Judge Mary K. Costello of the Superior Court of New Jersey, Law Division (Hudson County) is overseeing this class action. The lawsuit is titled *Oklahoma Firefighters Pension and Retirement System v. Newell Brands Inc., et al.*, Docket No. HUD-L-3492-18. More information about why the Court is allowing this lawsuit to be a class action is in the Court’s Transcript of Class Certification Hearing, which is available at www.NewellBrandsSecuritiesLitigation.com.

2. Who is included in the Class?

The Class, certified by the Court, consists of:

All persons or entities who acquired the common stock of Newell Brands Inc. pursuant to the S-4 registration statement and prospectus (including all amendments thereto and all documents incorporated therein) issued in connection with Newell Brands Inc.’s April 2016 acquisition of and merger with Jarden Corporation.

Excluded from the Class, by definition, are: Defendants and their families; the officers, directors, and affiliates of Defendants and their immediate families; the legal representatives, heirs, successors, or assigns of any of the foregoing; and any entity in which any Defendant has or had a controlling interest. Additionally, any person or entity that timely and validly requests exclusion, as explained in this Notice, will be excluded from the Class.

The Class definition is subject to change by Court order, pursuant to Rule 4:32-2 of the New Jersey Court Rules.

3. What if I’m still not sure if I am included in the Class?

If you are still not sure whether you are included in the Class, you can get additional information at NewellBrandsSecuritiesLitigation.com or by contacting the lawyers who were appointed Class Counsel in this Action at the addresses or phone numbers below.

OVERVIEW AND STATUS OF THE ACTION

4. What is this case about and what has happened so far?

This case arises out of allegations that Defendants violated Sections 11, 12(a)(2), and 15 of the Securities Act of 1933 (the “Securities Act”). The initial complaint in the case was filed on September 5, 2018. The operative complaint in the Action, the Amended Class Action Complaint for Violations of the Securities Act of 1933 (the “Complaint”), was filed on November 28, 2018.

Among other things, the Action alleges that the S-4 registration statement and prospectus (collectively, the “Registration Statement”) that was issued in connection with Newell’s April 2016 acquisition of and merger with Jarden (the “Acquisition”) contained untrue and misleading statements and failed to disclose material information concerning Newell’s core-sales growth and the personnel and resources involved in the integration of Jarden. The Complaint, which describes Plaintiff’s allegations in further detail, and the Court’s Order on the Motion to Dismiss, are available at NewellBrandsSecuritiesLitigation.com.

On February 7, 2019, Defendants moved to dismiss the Complaint, and Plaintiff opposed that motion thereafter. On August 1, 2019, the Court issued an Order denying Defendants' motion to dismiss.

On September 6, 2019, Defendants answered the Complaint, denying Plaintiff's claims in their entirety and asserting various affirmative defenses.

On April 13, 2020, Plaintiff filed its motion for class certification. Following briefing on the motion and oral argument, on August 7, 2020, the Court issued an Order granting Plaintiff's motion, certifying the Class, appointing Plaintiff as "Class Representative," and appointing Class Counsel. The Court's Order is available at www.NewellBrandsSecuritiesLitigation.com.

Discovery between the parties is ongoing. At least Defendants anticipate filing summary- judgment motions. Trial has not yet been scheduled.

5. How do Defendants respond to the allegations in the Complaint?

Defendants deny any wrongdoing in the Action and believe that Plaintiff's claims are without merit. Among other things, Defendants contend that the Registration Statement did not contain any material misstatements or omissions.

6. Has the Court decided who is right?

No. The claims have not been decided, and there has been no monetary recovery.

If a settlement of the lawsuit is reached, it will be subject to approval by the Court. Class Members will be sent additional notice of any proposed settlement and members of the Class who have not excluded themselves may have an opportunity to do so at that time, in the Court's discretion, and will have an opportunity to object to the proposed settlement and to submit a Proof of Claim form to demonstrate their entitlement to any payment. Similarly, the Court may also direct further notice to the Class following any judgment that may be entered after a trial of this case, or for any other reason that the Court may determine.

7. Is there any money available now?

No. No money or any other benefits are available now, because the claims have not been decided, and the Parties have not settled the case. There is no guarantee that money or any other benefit ever will be obtained. If there is a recovery, you will be notified about how to ask for your share.

YOUR RIGHTS AND OPTIONS

If you are a Class Member, you have the right to decide whether to stay in the Class or to ask to be excluded from the Class. If you are a member of the Class and wish to be excluded from the Class, you must request exclusion in accordance with the procedure set forth in Question 10 below.

8. What happens if I am a Class Member and I do nothing?

If you are a Class Member and you do nothing, you will stay in the Class. This means you will be legally bound by all of the orders the Court issues and judgments the Court makes in this Action, whether favorable or unfavorable. If you stay in the Class and money is paid to the Class, either through a settlement with Defendants or a judgment of the Court after trial, you may be eligible to receive a share of that recovery. Keep in mind that if you do nothing now, regardless of whether Class Representatives win or lose the case, ***you will not be able to sue Defendants in any other lawsuit about the same claims that are the subject of this Action.***

If you choose to remain a member of the Class, you do not have to do anything at this time other than retain your financial records reflecting all of your transactions (purchases, sales, and grants) in Newell common stock and any other documents relating to Newell. If there is a recovery in the future, members of the Class will be required to support their requests for payment by demonstrating their membership in the Class and documenting their receipt of Newell common stock pursuant to the Registration Statement and any losses on that stock. Neither the Class Representative, the Company, nor the Notice Administrator has information about all of your transactions in Newell common stock. Your broker may not keep your records for as long as you need. For these reasons, please be sure to keep all records of your transactions in Newell common stock and any other documents relating to Newell.

9. If I am a Class Member, why would I ask to be excluded?

If you want to pursue your own lawsuit or claims against Defendants about the matters alleged in this case, do not want to be bound by what the Court does in this case, or if you simply do not want to be part of the Class pursuing claims against Defendants, ***you must ask to be excluded from the Class***. If you exclude yourself from the Class—which means to remove yourself from the Class and is sometimes called “opting-out” of the Class—you will not be legally bound by any past, present, or future Court orders or judgments in this Action, and will keep any right you may have to individually sue Defendants in the future with respect to the claims made in this suit. However, if you exclude yourself, you also will not get any money or any other benefits from this lawsuit, if there are any.

If you start your own lawsuit against Defendants after you exclude yourself, you will have to hire and pay your own lawyer for that lawsuit, and you will have to prove your claims. Please note that if you decide to exclude yourself from the Class, you should consult with an attorney and discuss whether your individual claim would be time-barred by the applicable statutes of limitations or repose.

Pursuant to Rule 4:32-2(e)(3) of the New Jersey Court Rules, it is within the Court’s discretion whether to allow a second opportunity to request exclusion from the Class if there is a settlement or judgment in the Action.

10. If I am a Class Member, how do I ask the Court to be excluded from the Class? (“Opt-Out”)

If you wish to be excluded from the Class (“opt-out”), you must submit a letter stating that you “request exclusion from the Class in *Oklahoma Firefighters Pension and Retirement System v. Newell Brands Inc., et al.*, Docket No. HUD-L-3492-18 (N.J. Super. Ct. Law Div.)” Your request for exclusion must: (i) state the name, address, and telephone number of the person or entity requesting exclusion; (ii) state the number of shares of Newell common stock that the person or entity requesting exclusion received or acquired pursuant to the Registration Statement; and (iii) be signed by the person or entity requesting exclusion or an authorized representative. You must either mail your exclusion request or submit it using the case website, so that it is ***postmarked or submitted by no later than May 6, 2021*** to:

Oklahoma Firefighters Pension and Retirement System v. Newell Brands Inc., et al.
Notice Administrator
c/o Epiq
P.O. Box 3328
Portland, OR 97208-3328

www.NewellBrandsSecuritiesLitigation.com

You may also be asked to supply proof of the number of shares of Newell common stock on which you are requesting exclusion in order to effectuate your exclusion. Accordingly, please retain all relevant records or documentation. You cannot exclude yourself from the Class by telephone or by email, and a request for exclusion will not be effective unless it contains all the information called for by this paragraph and is postmarked or submitted by the date stated above, or is otherwise accepted by the Court.

Only request exclusion if you do not wish to participate in the Action and do not wish to share in any potential recovery that the Class may obtain.

THE LAWYERS REPRESENTING THE CLASS

11. Do I have a lawyer in this case?

As a member of the Class, you will be represented by Class Counsel, who are:

DEBORAH CLARK-WEINTRAUB
MAX R. SCHWARTZ
SCOTT+SCOTT ATTORNEYS AT LAW LLP
The Helmsley Building
230 Park Avenue, 17th Floor
New York, NY 10169
Telephone: (212) 223-6444
Facsimile: (212) 223-6334

Unless you hire your own personal lawyer, as a Class Member you will not have any direct obligations to pay the costs of this lawsuit. In the event there is a recovery by the Class, all costs and expenses, including Class Counsel's attorneys' fees, will be paid from that recovery in an amount that is approved by the Court. If there is no recovery, Class Counsel will not receive any attorneys' fees or expenses.

12. If I am a Class Member, can I get my own lawyer?

You do not need to hire your own lawyer, because Class Counsel are already working on your behalf. However, you have the right to retain your own personal lawyer at your own expense. If you retain separate counsel to represent you in this case, your counsel must enter an appearance on your behalf by filing a Notice of Appearance with the Court and mailing it to Class Counsel at the address set forth above **on or before May 6, 2021**.

GETTING MORE INFORMATION

13. Where can I get more information?

If you want more detailed information, you may contact Class Counsel or visit www.NewellBrandsSecuritiesLitigation.com, where you will find case-related documents and detailed information regarding the Action. You may also call Epiq Class Action & Claims Solutions, Inc. (the "Notice Administrator") at (800) 680-0027. Please do not call or write the Court.

14. What if my address has changed?

If this Notice was mailed to you at an old address, or if you move, please advise the Notice Administrator of your current address so that you can receive any future notices and/or Proof of Claim forms. If you are not a member of the Class, you may discard this notice. Any change to your address should be mailed to:

Oklahoma Firefighters Pension and Retirement System v. Newell Brands Inc., et al.
Notice Administrator
c/o Epiq
P.O. Box 3328
Portland, OR 97208-3328

NOTICE TO BROKERS AND CUSTODIANS

If, for the beneficial interest of any person or entity other than yourself, you received or acquired the common stock of Newell Brands Inc. pursuant to the S-4 registration statement and prospectus (including all amendments thereto and all documents incorporated therein) issued in connection with Newell Brands Inc.'s April 2016 acquisition of and merger with Jarden Corporation, you must, within ten (10) calendar days of receipt of this Notice, either: (i) request from the Notice Administrator sufficient copies of the Notice to forward to all such beneficial owners and mail those Notices yourself within ten (10) calendar days after receiving them; or (ii) within ten (10) calendar days of receipt of this Notice, provide a list of the names and addresses of all such beneficial owners to the Notice Administrator at *Oklahoma Firefighters Pension and Retirement System v. Newell Brands Inc., et al.*, c/o Epiq, P.O. Box 3328, Portland, OR 97208-3328. If you choose the first option, **you must send a statement to the Notice Administrator confirming that the mailing was made and you must retain your mailing records for use in connection with any further notice** that may be provided in the Action. If you choose the second option, the Notice Administrator will send a copy of the Notice to the beneficial owners. Upon **full and timely** compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred by providing the Notice Administrator with proper documentation supporting the expenses for which reimbursement is sought.

Dated: March 17, 2021

BY ORDER OF THE COURT
Superior Court of New Jersey
Law Division: Hudson County