

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>JOHNSON JENNIFER KUPERMAN</u>  (Last) (First) (Middle) <u>C/O BELLRING BRANDS, INC.</u> <u>2503 S. HANLEY ROAD</u>  (Street) <u>ST. LOUIS MO 63144</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BELLRING BRANDS, INC. [ BRBR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
BellRing Brands, Inc. Common Stock Equivalents	(1)	07/01/2022		A		870.5		(2)	(2)	Common Stock	870.5	\$24.89	8,880.97 <sup>(3)</sup>	D	

**Explanation of Responses:**

- Reporting Person's retainer earned as a Director of Issuer is deferred into Issuer Common Stock equivalents under the Issuer's Deferred Compensation Plan for Directors. Reporting Person is credited with stock equivalents on a quarterly basis as soon as administratively practical following the quarter in which such retainer is earned. The value of these stock equivalents is distributed (on a one-for-one basis) in the form of Issuer Common Stock upon Reporting Person's retirement from the Board of Directors.
- The Common Stock equivalents have no fixed exercisable or expiration dates.
- In connection with the transactions under the transaction agreement and plan of merger entered into on October 26, 2021, as amended on February 28, 2022, whereby BellRing Intermediate Holdings, Inc. (formerly known as BellRing Brands, Inc.) ("Old BellRing") merged with a subsidiary of Issuer and each outstanding share of Old BellRing Class A common stock was converted into one share of Issuer common stock and \$2.97 in cash (the "Cash Consideration" and such transactions the "Transactions"), awards under the Old BellRing Deferred Compensation Plan for Directors were adjusted to account for the Cash Consideration paid to holders of Old Bell Ring common stock in the Transactions. The amount of securities beneficially owned following the reported transaction includes 739 additional Common Stock equivalents received in connection with such adjustment, which Common Stock equivalents are subject to the same terms and conditions as the underlying awards.

**Remarks:**

/s/ Craig L. Rosenthal,  
Attorney-in-Fact  
 \*\* Signature of Reporting Person      07/06/2022  
 Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.