

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 25

OMB APPROVAL

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NOTIFICATION OF REMOVAL FROM LISTING AND/OR REGISTRATION
UNDER SECTION 12(b) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number [001-39093](#)

Issuer: [BELLRING BRANDS, INC.](#)

Exchange: NEW YORK STOCK EXCHANGE LLC

(Exact name of Issuer as specified in its charter, and name of Exchange where security is listed and/or registered)

Address: 2503 South Hanley Road
Saint Louis MISSOURI 63144

Telephone number: (314) 644-6400

(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

Class A Common Stock

(Description of class of securities)

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

☐ 17 CFR 240.12d2-2(a)(1)

☐ 17 CFR 240.12d2-2(a)(2)

☒ 17 CFR 240.12d2-2(a)(3)

☐ 17 CFR 240.12d2-2(a)(4)

☐ Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange. ¹

☐ Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with its rules of the Exchange and the requirements of 17 CFR 240.12d-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements for the Securities Exchange Act of 1934, NEW YORK STOCK EXCHANGE LLC certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

<u>2022-03-11</u>	By	<u>Lauren Frawley</u>	<u>Analyst, Market Watch</u>
Date		Name	and Proxy Compliance
			Title

¹ Form 25 and attached Notice will be considered compliance with the provisions of 17 CFR 240.19d-1 as applicable. [See](#) General Instructions.

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.

NOTIFICATION OF THE REMOVAL FROM LISTING AND REGISTRATION OF THE STATED SECURITIES The New York Stock Exchange hereby notifies the SEC of its intention to remove the entire class of the stated securities from listing and registration on the Exchange at the opening of business on March 22, 2022, pursuant to the provisions of Rule 12d2-2 (a). [X] 17 CFR 240.12d2-2(a)(3) That on March 10, 2022 the instruments representing the securities comprising the entire class of this security came to evidence, by operation of law or otherwise, other securities in substitution therefore and represent no other right except, if such be the fact, the right to receive an immediate cash payment. On March 10, 2022, BellRing Brands, Inc. (formerly known as BellRing Distribution, LLC) ("NEW BellRing") and BellRing Intermediate Holdings, Inc. (formerly known as BellRing Brands, Inc.) ("OLD BellRing"), completed the previously announced merger transactions pursuant to the Agreement and Plan of Merger, dated as of October 26, 2021. Each share of Class A Common Stock of BellRing Intermediate Holdings, Inc. will be converted into the right to receive (i) one share of Common Stock of BellRing Brands, Inc., and (ii) \$2.97 in cash. This Form 25 is being filed solely in connection with the discontinuation of the trading on the NYSE of BellRing Intermediate Holdings, Inc.'s ("OLD BellRing") Class A common stock and does not affect the continued listing on the NYSE of the BellRing Brands, Inc.'s ("NEW BellRing") common stock. The Exchange also notifies the Securities and Exchange Commission that as a result of the above indicated conditions this security was suspended from trading on March 11, 2022.