(Last)

(Street)

FORM 4

1. Name and Address of Reporting Person

C/O BELLRING BRANDS, INC. 2503 S. HANLEY ROAD

JOHNSON JENNIFER KUPERMAN

(First)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|-------------|------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APF | PROVAL |
|---------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average I | burden |
| hours per response: | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

(Middle)

| 2. Issuer Name and Ticker or Trading Symbol BELLRING BRANDS, INC. [BRBR] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|
| <u>BEEDERING BRUNDS, INC.</u> [BROK] | X Director 10% Owner |
| 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2020 | Officer (give title Other (specify below) below) |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person |
| _ | Form filed by More than One Reporting Person |

| (= 1. = 1.) | | | | | | | | | | | | | 1 011111111 | cu by Onc | rcpoi | ung i cison | |
|--|--|--|--|---|--|-----------------------------------|-------------------------------------|---|---|---------------------------------|---|--|--|--|--|-------------|---------|
| ST. LOU | IS M | 0 | 63144 | | | | | | | | | | Form fil Person | ed by More | than (| One Report | ing |
| (City) | (St | ate) | (Zip) | | | | | | | | | | | | | | |
| | | Tal | ble I - Non- | Derivati | ve Se | curities | s Ac | quired, [| Disp | osed o | f, or Be | neficially | Owned | | | | |
| 1. Title of Security (Instr. 3) | | 0 | 2. Transactio Date Month/Day/ | Execution Date, | | Transaction Disposed Code (Instr. | | rities Acquired (A) or ed Of (D) (Instr. 3, 4 and 5) | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | | Code | v | Amount | (A) oi (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | " | | msu. 4) |
| | 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 Dat if any (Month/Day/Ye | Code | ransaction Derivative Eode (Instr. Securities (I | | 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) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code V (A) (D) Exercisable Date Title of Shares | | | | | on(s) | | | | | | | | |
| BellRing Brands, Inc. Class A Common Stock | (1) | 07/02/2020 | | A | | 932.496 | | (2) | | (2) | Class A Common Stock | 932.496 | \$19.66 | 1,976.5 | 11 | D | |

Explanation of Responses:

1. Reporting Person's retainer earned as a Director of Issuer is deferred into BellRing Brands, Inc. Class A 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 BellRing Brands, Inc. Class A common stock upon Reporting Person's retirement from the Board of Directors.

Remarks:

/s/ Craig L. Rosenthal, 07/06/2020 Attorney-in-Fact

** Signature of Reporting Person 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.

^{2.} The stock equivalents have no fixed exercisable or expiration dates