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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Sababa Holdings Free LLC</u> <hr/> (Last) (First) (Middle) <u>C/O MARIPOSA CAPITAL</u> <u>500 SOUTH POINTE DRIVE, SUITE 240</u> <hr/> (Street) <u>MIAMI BEACH FL 33139</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Whole Earth Brands, Inc. [FREE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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				
Common Stock	02/12/2024		j ⁽¹⁾		50,000	D	(1)	0	I	By Marpet Capital, LLC ⁽²⁾	
Common Stock	02/12/2024		j ⁽¹⁾		50,000	A	(1)	50,000	I	By Trust ⁽³⁾	
Common Stock	02/12/2024		j ⁽⁴⁾		50,000	D	(4)	0	I	By Trust ⁽³⁾	
Common Stock	02/12/2024		j ⁽⁴⁾		50,000	A	(4)	8,905,223 ⁽⁵⁾	D		

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					

1. Name and Address of Reporting Person * <u>Sababa Holdings Free LLC</u> <hr/> (Last) (First) (Middle) <u>C/O MARIPOSA CAPITAL</u> <u>500 SOUTH POINTE DRIVE, SUITE 240</u> <hr/> (Street) <u>MIAMI BEACH FL 33139</u> <hr/> (City) (State) (Zip)

1. Name and Address of Reporting Person *

FRANKLIN MARTIN E

(Last) (First) (Middle)

C/O MARIPOSA CAPITAL
500 SOUTH POINTE DRIVE, SUITE 240

(Street)

MIAMI BEACH FL 33139

(City) (State) (Zip)

Explanation of Responses:

1. Represents a distribution from Marpet Capital, LLC, a Delaware limited liability company ("Marpet") to the Martin E. Franklin Revocable Trust (the "Trust").
2. Marpet is 75% owned by the Trust. Sir Martin E. Franklin ("Franklin") controls the disposition and voting of these shares as a manager of Marpet.
3. These shares are held directly by the Trust and Franklin is the trustee, settlor and sole beneficiary of the Trust.
4. Represents a capital contribution from the Trust to Sababa Holdings FREE LLC ("Sababa").
5. These shares of Common Stock (the "Shares") are held directly by Sababa. The Trust is the sole member of Sababa (excluding certain individuals affiliated with Sababa holding direct or indirect profits interests therein). Franklin is the manager of Sababa and, as such, has the sole voting and disposition power with respect to these Shares. As a result, the Trust and Franklin may be deemed to have a pecuniary interest in the Shares held by Sababa. Each of the Trust and Franklin disclaim beneficial ownership of the Shares except to the extent of their pecuniary interest therein.

/s/ Sir Martin E. Franklin,
Manager

02/13/2024

** 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.