FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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l	OMB Number:	3235-0287
l	Estimated average burden	
l	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).

### 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

1. Name and Address of Reporting Person * FOX TRISHA L			2. Issuer Name and Ticker or Trading Symbol Whole Earth Brands, Inc. [ FREE ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
(Last) (First) (Middle) C/O WHOLE EARTH BRANDS, INC.		` ,	3. Date of Earliest Transaction (Month/Day/Year) 03/24/2023	X	Officer (give title below)  Chief Human Resource	Other (specify below)		
125 S. WACKER DRIVE, SUITE 1250  (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Li     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
CHICAGO	IL	60606	Rule 10b5-1(c) Transaction Indication		Form flied by More than On	e Reporting Person		
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					

### 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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/24/2023		M		7,826	A	(1)	8,135(2)	D		
Common Stock	03/24/2023		F		2,092	D	\$2.36	6,043	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 Expiration Date (Month/Day/Year)		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Reported	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			
Restricted Stock Units	(1)	03/24/2023		M			7,826	(3)	(3)	Common Stock	7,826	\$0.00	82,896	D		

### **Explanation of Responses:**

- 1. Restricted stock units convert into shares of Whole Earth Brands, Inc.'s common stock on a one-for-one basis.
- 2. As of the date of the Reporting Person's Form 4 dated March 21, 2023, the Reporting Person reported ownership of 2,422 shares. Of the shares that vested on 3/24/23, 2.113 shares were transferred for no consideration to a former spouse pursuant to a domestic relations order. For purposes of Section 16, following the transfer, the securities owned by the former spouse are no longer beneficially owned by the Reporting Person.
- 3. On March 24, 2022, the Reporting Person was granted 23,483 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the date of grant.

/s/ Trisha Fox, by Ira W. Schlussel, as Attorney-in-Fact

03/28/2023

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.