



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

November 19, 2021

Ira Schlussel  
Chief Legal Officer  
Whole Earth Brands, Inc.  
125 S. Wacker Drive Suite 3150  
Chicago, IL 60606

**Re: Whole Earth Brands, Inc.  
Registration Statement on Form S-3  
Filed November 12, 2021  
File No. 333-261030**

Dear Ms. Schlussel:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Bradley Ecker at (202)-551-4985 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing