



DIVISION OF  
CORPORATION FINANCE

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

January 28, 2022

Diedre Gray  
Secretary  
BellRing Distribution, LLC  
2503 S. Hanley Road  
St. Louis, Missouri 63144

**Re: BellRing Distribution, LLC**  
**Amendment No. 1 to Registration Statement on Form S-4**  
**Filed on January 24, 2022**  
**File No. 333-261873**

Dear Ms. Gray:

We have reviewed your amended registration statement and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by amending your registration statement and providing the requested information. If you do not believe our comments apply to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your registration statement and the information you provide in response to these comments, we may have additional comments. Unless we note otherwise, our references to prior comments are to comments in our January 13, 2022 letter.

Amendment No. 1 to Registration Statement on Form S-4 and Form S-1

General

1. Please revise this Amendment No.1 to the Registration Statement on Form S-4 and Form S-1, to comply with our comments issued on Amendment No. 1 to the Registration Statement on Form S-4, file no. 333-261741, filed on January 21, 2022.

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BellRing Distribution, LLC  
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You may contact Beverly Singleton at (202)-551-3328 or Kevin Woody at (202)-551-3629 if you have questions regarding comments on the financial statements and related matters. Please contact Bradley Ecker at (202)-551-4985 or Sergio Chinos at (202)-551-7844 with any other questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing