

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---|---|--|--|
| 1. Name and Address of Reporting Person* Apollo Management Holdings GP, LLC (Last) (First) (Middle) 9 W. 57TH STREET, 43RD FLOOR (Street) NEW YORK, NY 10019 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 11/04/2016 | 3. Issuer Name and Ticker or Trading Symbol Hostess Brands, Inc. [TWNK] | | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---|---|---|---|
| 1. Title of Security (Instr. 4) Class A Common Stock, par value \$0.0001 per share | 2. Amount of Securities Beneficially Owned (Instr. 4) 22,098,139 | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)


| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Apollo Management Holdings GP, LLC 9 W. 57TH STREET 43RD FLOOR NEW YORK, NY 10019 | | X | | |
| Apollo Management Holdings, L.P. 9 W. 57TH STREET NEW YORK, NY 10019 | | X | | |
| Apollo Management GP, LLC TWO MANHATTANVILLE ROAD SUITE 203 PURCHASE, NY 10577 | | X | | |
| Apollo Management, L.P. 2 MANHATTANVILLE ROAD SUITE 203 PURCHASE, NY 10577 | | X | | |
| AIF VII Management, LLC 9 W. 57TH STREET 43RD FLOOR NEW YORK, NY 10019 | | X | | |
| Apollo Management VII, L.P. 2711 CENTERVILLE ROAD, SUITE 400 WILMINGTON, DE 19808 | | X | | |

| | | | | |
|---|--|---|--|--|
| AP Hostess Holdings GP, LLC 9 WEST 57TH STREET NEW YORK, NY 10019 | | X | | |
| AP Hostess Holdings LP 9 WEST 57TH STREET NEW YORK, NY 10019 | | X | | |

Signatures

| | | |
|---|--|------------|
| See signatures attached as Exhibit 99.2 | | 11/14/2016 |
|  Signature of Reporting Person | | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Remarks:

1. See Exhibit 99.1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

- (1) The shares of common stock, par value \$0.0001, of Hostess Brands, Inc. (formerly known as Gores Holdings, Inc.) (the “Issuer”) reported as beneficially owned are held of record by AP Hostess Holdings, L.P. (“APHH”). AP Hostess Holdings GP, LLC (“APHHGP”) is the general partner of APHH. Apollo Management VII, L.P. (“Management VII”) is a private equity fund investment adviser registered with the Securities and Exchange Commission (“Commission”) as an investment adviser and is the sole manager of APHHGP. AIF VII Management, LLC (“AIF VII”) is the general partner of Management VII. Apollo Management, L.P. (“Apollo Management”) is registered as an investment adviser with the Commission and is the sole member and manager of AIF VII. Apollo Management GP, LLC (“Apollo Management GP”) is the general partner of Apollo Management. Apollo Management Holdings, L.P. (“Management Holdings”) serves as the sole member and manager of Apollo Management GP. Apollo Management Holdings GP, LLC (“Management Holdings GP,” and, together with APHH, APHHGP, Management VII, AIF VII, Apollo Management, Apollo Management GP and Management Holdings, the “Apollo Entities”) serves as the general partner of Management Holdings. The managers and principal executive officers of Management Holdings GP are Messrs. Leon D. Black, Joshua Harris and Marc Rowan.

Each of the Apollo Entities disclaims beneficial ownership of any shares of the Issuer’s common stock owned of record by APHH and Messrs. Black, Harris and Rowan, disclaims beneficial ownership of any shares of the Issuer’s common stock owned of record by APHH, in each case except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such entity is the beneficial owner of or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

This Statement on Form 3 is filed by: (i) AP Hostess Holdings, L.P.; (ii) AP Hostess Holdings GP, LLC; (iii) Apollo Management VII; (iv) AIF VII Management, LLC; (v) Apollo Management, LP; (vi) Apollo Management GP, LLC; (vii) Apollo Management Holdings, LP; and (viii) Apollo Management Holdings GP, LLC.

Name of Designated Filer: Apollo Management Holdings GP, LLC

Date of Event Requiring Statement: November 4, 2016

Issuer Name and Ticker or Trading Symbol: Hostess Brands, Inc. TWNK

AP HOSTESS HOLDINGS, L.P.

By: AP Hostess Holdings GP, LLC
Its general partner

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

AP HOSTESS HOLDINGS GP, LLC

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT VII, L.P.

By: AIF VII Management, LLC
Its general partner

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

AIF VII MANAGEMENT, LLC

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT, L.P.

By: Apollo Management GP, LLC
Its general partner

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT GP, LLC

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC,
its general partner

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT HOLDINGS, GP, LLC

By: /s/Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President