## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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 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

Name and Address of Reporting Person * Gernigin Michael				2. Issuer Name <b>and</b> Ticker or Trading Symbol Hostess Brands, Inc. [TWNK]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner					
(Last) (First) (Middle) C/O HOSTESS BRANDS, INC., 7905 QUIVIRA ROAD					3. Date of Earliest Transaction (Month/Day/Year) 05/27/2022						X Officer (give title below) Other (specify below) See Remarks					
(Street) LENEXA, KS 66215				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
	(City) (State) (Zip)				Table I - Non-Derivative Securities Acqui						ties Acqu	ired, Disposed of, or Beneficially Owned				
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Ye					Code (Instr. 8)		on	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Benefici Reporte	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			7. Nature of Indirect Beneficial	
				(Month/Da	y/Year)	Coo	de	V	Amount	(A) or (D)	Price	or India (I)		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
	Common S 0001 per s		05/27/2022			S			7,060	D	\$ 21.384	5 6,922			D	
Restricte	d Stock U1	nits (2)										19,960	)		D	
Reminder:	Report on a s	separate line 1		Derivative	Securi	ties Ac	F c t	Per con he	sons whatained in form dis	no res n this splays	form ars a curre	e not requently valid	OMB con	formation spond unle trol numbe	ess	1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execution I any	`		5. Number a		6. I and	nd Expiration Date Month/Day/Year) AU Significant		e 7. Te Am Under Sec	Citle and acount of derlying curities str. 3 and		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Owners. Form of Derivati Security Direct ( or Indire	Beneficia Ownershi (Instr. 4)
				Code	de V	(A)		Dat Exe	te ercisable	Expir Date	ation Tit	or Number of Shares				

#### **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Gernigin Michael C/O HOSTESS BRANDS, INC. 7905 QUIVIRA ROAD LENEXA, KS 66215			See Remarks				

### **Signatures**

/s/ Michael Gernigin	06/01/2022		
**Signature of Reporting Person	Date		

#### **Explanation of Responses:**

- \* 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).
- Reflects the weighted average price of sales on May 27, 2022. The shares were sold in multiple transactions at prices ranging from \$21.37 to \$21.40, inclusive. The reporting (1) person undertakes to provide to Hostess Brands, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- (2) Consists of previously disclosed restricted stock units that remained subject to time-based vesting criteria.

#### Remarks:

Senior Vice President & Chief Accounting Officer

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.