



The Simply Good Foods Company Announces Secondary Offering of Common Stock

February 6, 2018

DENVER, Feb. 06, 2018 (GLOBE NEWSWIRE) -- The Simply Good Foods Company (NASDAQ:SMPL) (NASDAQ:SMPL.W) ("Simply Good Foods," or the "Company"), a developer, marketer and seller of branded nutritional foods and snacking products, announced today that Atkins Holdings LLC, an affiliate of Roark Capital Group and a stockholder of the Company (the "Selling Stockholder"), intends to offer in an underwritten public offering 8,843,174 shares of the Company's common stock (the "Offering"). The Offering consists entirely of secondary shares to be sold by the Selling Stockholder. The Company will not receive any of the proceeds from the shares sold in the Offering.

Morgan Stanley is acting as sole underwriter for the Offering.

A registration statement (including a prospectus) relating to the common stock was initially filed with the Securities and Exchange Commission ("SEC") on October 3, 2017 and was declared effective on December 12, 2017 (together with all supplements, the "Prospectus"). A copy of the preliminary prospectus supplement relating to the Offering was filed with the SEC on February 6, 2018. The Offering will be made only by means of a prospectus supplement and the accompanying Prospectus. Before you invest, you should read the registration statement, Prospectus and prospectus supplement the Company has made available with the SEC for information about the Company and the Offering. You may obtain these documents free of charge by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, copies of the Prospectus and preliminary prospectus supplement may be obtained from the office of Morgan Stanley, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy these shares of common stock, nor shall there be any sale of these shares of common stock in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About The Simply Good Foods Company

The Simply Good Foods Company is the company created by the business combination of Conyers Park Acquisition Corp., with executive founders Jim Kilts and Dave West, long-time business leaders in the consumer products sector, and NCP-ATK Holdings, Inc. Today, our highly-focused product portfolio consists primarily of nutrition bars, ready-to-drink shakes, snacks and confectionery products marketed under the Atkins®, SimplyProtein®, Atkins Endulge®, and Atkins Harvest Trail brand names. Simply Good Foods will look to expand its platform through investment opportunities in the snacking space and broader food category. Over time, Simply Good Foods aspires to become a portfolio of brands that bring simple goodness, happiness and positive experiences to consumers and their families.

Forward Looking Statements

Certain statements made herein are not historical facts but are forward-looking statements for purposes of the safe harbor provisions under The Private Securities Litigation Reform Act of 1995. Forward-looking statements generally are accompanied by or include words such as "will", "aspires", "expand", "anticipate", "expect" or the negative or other variations thereof and other similar words, phrases or expressions. These forward-looking statements include statements regarding future plans for the Company, the estimated or anticipated future results and benefits of the Company's future plans and operations, future opportunities for the Company, and other statements that are not historical facts. These statements are based on the current expectations of the Company's management and are not predictions of actual performance. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those described in the statements based on a number of factors, including but not limited to the following: changes in the business environment in which the Company operates including general financial, economic, regulatory and political conditions affecting the industry in which the Company operates; changes in consumer preferences and purchasing habits; the availability of or competition for other brands, assets or other opportunities for investment by the Company or to expand the Company's business; changes in taxes, governmental laws, and regulations; competitive product and pricing activity; difficulties of managing growth profitably; the loss of one or more members of the Company's management teams; and other risk factors described from time to time in the Company's Form 10-K, Form 10-Q, and Form 8-K reports (including all amendments to those reports) filed with the U.S. Securities and Exchange Commission from time to time. In addition, forward-looking statements provide the Company's expectations, plans or forecasts of future events and views as of the date of this communication. Except as required by law, the Company undertakes no obligation to update such statements to reflect events or circumstances arising after such date, and cautions investors not to place undue reliance on any such forward-looking statements. These forward-looking statements should not be relied upon as representing the Company's assessments as of any date subsequent to the date of this communication.

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