

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12



The Simply Good Foods Company

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
-

Your **Vote** Counts!

THE SIMPLY GOOD FOODS COMPANY

2024 Annual Meeting

Vote by January 17, 2024

11:59 PM ET



THE SIMPLY GOOD FOODS COMPANY
1225 17TH ST, SUITE 1000
DENVER, CO 80202
ATTN: CORPORATE SECRETARY



V25970-P00601

You invested in THE SIMPLY GOOD FOODS COMPANY and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the annual stockholder meeting to be held on January 18, 2024.**

Get informed before you vote

View the Notice of Annual Meeting, Proxy Statement and Annual Report to Stockholders online OR you can receive a free paper or email copy of the material(s) by requesting prior to January 4, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

January 18, 2024
9:00 AM EST

Virtually at:
www.virtualshareholdermeeting.com/SMPL2024

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

| Voting Items | Board Recommends |
|---|---------------------|
| 1. Election of the 12 director nominees Nominees: | |
| 1a. Clayton C. Daley, Jr. | ✔ For |
| 1b. Nomi P. Ghez | ✔ For |
| 1c. Michelle P. Goolsby | ✔ For |
| 1d. James M. Kilts | ✔ For |
| 1e. Robert G. Montgomery | ✔ For |
| 1f. Brian K. Ratzan | ✔ For |
| 1g. David W. Ritterbush | ✔ For |
| 1h. Joseph E. Scalzo | ✔ For |
| 1i. Joseph J. Schena | ✔ For |
| 1j. Geoff E. Tanner | ✔ For |
| 1k. David J. West | ✔ For |
| 1l. James D. White | ✔ For |
| 2. To ratify the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for fiscal year 2024 | ✔ For |
| 3. To approve the adoption of the Fourth Amended and Restated Certificate of Incorporation of The Simply Good Foods Company in the form attached as Annex II to the proxy statement | ✔ For |
| 4. To approve, by an advisory vote, the compensation of our named executive officers | ✔ For |

NOTE: To transact such other business as may properly come before the Annual Meeting or any adjournment or postponement thereof.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".