

**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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Zink Linda</u>			2. Date of Event Requiring Statement (Month/Day/Year) <u>01/21/2021</u>		3. Issuer Name and Ticker or Trading Symbol <u>Simply Good Foods Co [ SMPL ]</u>		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Chief Marketing Officer Quest</u>			5. If Amendment, Date of Original Filed (Month/Day/Year)	
<u>1225 17TH ST. SUITE 1000</u>						6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street)	(City)	(State)	(Zip)				
<u>DENVER</u>	<u>CO</u>	<u>80202</u>					
(City)	(State)	(Zip)					

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>15,771<sup>(1)</sup></u>	<u>D</u>	

**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: 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			
<u>Options to Purchase Common Stock</u>	<u>(2)</u>	<u>07/14/2027</u>	<u>Common Stock</u>	<u>67,422</u>	<u>12</u>	<u>D</u>	
<u>Options to Purchase Common Stock</u>	<u>(3)</u>	<u>11/08/2028</u>	<u>Common Stock</u>	<u>10,136</u>	<u>19.89</u>	<u>D</u>	
<u>Options to Purchase Common Stock</u>	<u>(4)</u>	<u>11/08/2029</u>	<u>Common Stock</u>	<u>6,138</u>	<u>24.15</u>	<u>D</u>	
<u>Options to Purchase Common Stock</u>	<u>(5)</u>	<u>11/08/2030</u>	<u>Common Stock</u>	<u>9,361</u>	<u>20.28</u>	<u>D</u>	

**Explanation of Responses:**

- Includes 4,659 time-based restricted stock units ("RSUs") granted under the issuer's 2017 Omnibus Incentive Plan. Each RSU represents the contingent right to receive one share of the issuer's common stock. Of the 4,659 RSUs, 1,326 RSUs vest in two equal annual installments on November 8, 2021 and November 8, 2022 and 3,333 RSUs vest in three substantially equal installments beginning on November 8, 2021, in each case subject to the reporting person's continuous service with the issuer as of each vesting date.
- The stock options vested in three substantially equal annual installments beginning on July 14, 2018. As a result, these stock options are fully vested.
- The stock options vest in three substantially equal annual installments beginning on November 8, 2019, subject to the reporting person's continuous service with the issuer as of each vesting date.
- The stock options vest in three substantially equal annual installments beginning on November 8, 2020, subject to the reporting person's continuous service with the issuer as of each vesting date.
- The stock options vest in three substantially equal annual installments beginning on November 8, 2021, subject to the reporting person's continuous service with the issuer as of each vesting date.

**Remarks:**

/s/ Timothy R. Kraft, as Attorney in Fact 01/28/2021  
for Linda Zink

\*\* Signature of Reporting Person

Date

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

\* 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).

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

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 Number.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Timothy R. Kraft and Neil J. Eckstein, signing singly,  
(i) execute for and on behalf of the undersigned, in the undersigned's capacity as a director, director nominee, officer or beneficial owner o  
(ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such  
(iii) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorneys-in-fact, may be of  
The undersigned hereby grants to such attorneys-in-fact full power and authority to do and perform any and every act and thing whatsoever requ  
This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports or schedules under Se

\* \* \* \* \*

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 21st day of January, 2021.

By: /s/ Linda Zink  
Name: Linda Zink  
Title: Cheif Marketing Officer, Quest