FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE** COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-028								
Estimated average burden								
hours per response	e: 0.5							

	Check this box if no longer subjec
	to Section 16. Form 4 or Form 5
$\cup$	obligations may continue. See
	Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

					_		. ,		ivestine		. ,									
1. Name and Address of Reporting Person*  Montgomery Robert G.					2. Issuer Name <b>and</b> Ticker or Trading Symbol Simply Good Foods Co [ SMPL ]									5. Relationship of Reporting Person(s) to Issue (Check all applicable)						
Tromsomery Robert Gr					0.0-4									X	Direc			10% O\	·	
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 05/10/2023										Officer (give title below)		Other (s	specify		
1225 17TH STREET, SUITE 1000					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Ctroot)														X Form filed by One Reporting Person						
(Street)  DENVE	R CC	80202													Form filed by More than One Reporting Person					
(City)	(St	tate) (Zip)			Rule 10b5-1(c) Transaction Indication															
						Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Table	I - No	on-Deriva	tive S	ecur	ities A	cq	uired	l, Dis	sposed of	f, or E	Benefic	ially	Owr	ed				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye				Execution Date,			T	3. Transaction Code (Instr. 8)  4. Securities Disposed Of					nd 5) Securi Benefi Owned Follow		ties cially I ing	6. Own Form: I (D) or Indirec (Instr. 4	Direct t (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								c	Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		ction(s)				
Common	Stock			05/10/202	23				S		5,000	D	\$39.0	.0462 5		1,467	Г			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if any	Deemed cution Date, y nth/Day/Year)	4. Transac Code (I 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Expira (Month	tion D		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4				9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y Ov Fo Dii or (I)	wnership vrm: rect (D) Indirect (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A) (E	D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares							

**Explanation of Responses:** 

Remarks:

s/ Timothy R. Kraft, as Attorney-in-Fact for Robert 05/10/2023 G. Montgomery

\*\* Signature of Reporting Person

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 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).

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.