THE SIMPLY GOOD FOODS COMPANY

CORPORATE GOVERNANCE GUIDELINES

(Effective October 14, 2026)

INTRODUCTION

The Board of Directors (the "Board") of The Simply Good Foods Company (the "Company") has adopted these corporate governance guidelines (the "Guidelines"), which describe the principles and practices that the Board will follow in carrying out its responsibilities.

A. Role and Responsibility of the Board

The Board directs and oversees the management of the business and affairs of the Company in a manner consistent with the best interests of the Company, and its stockholders. In this oversight role, the Board serves as the ultimate decision-making body of the Company, except for those matters reserved to or shared with the stockholders. The Board selects and oversees the members of senior management, who are charged by the Board with conducting the business of the Company.

The Board may delegate to the Chief Executive Officer (CEO) appropriate authority to act on behalf of the Board or the Company from time to time as set forth in a policy or other written authority.

B. Board Composition, Structure and Policies

1. *Independence of Directors.* The Board shall be composed of a significant majority of independent directors. The Sarbanes-Oxley Act of 2002 and regulations adopted by the Securities and Exchange Commission pursuant thereto, and the NASDAQ Rules and listing standards, as amended, set a minimum standard for determining director independence, both as to serving on the Board in general and in respect of serving as a member of the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee. Only candidates who meet or exceed these standards shall be considered independent. The Nominating and Corporate Governance Committee of the Board has been delegated the responsibility under its charter to determine the qualifications and criteria for service on the Board including the independence of candidates and board members, to recommend candidates to the full Board, and to develop processes and procedures related to the nominations process.

   The Company defines an "independent" director in accordance with NASDAQ Rule 5605 (a) (2) of the NASDAQ Corporate Governance Requirements. The Nominating and Corporate Governance Committee shall consider all relevant facts and circumstances in making an independence determination, including such standards as may be adopted from time to time under the NASDAQ Rules or other applicable laws or regulations. The Nominating and Corporate Governance Committee or the Board may adopt, from time to time, additional independence standards.

   The Board shall make an affirmative determination at least annually as to the independence of each director. The NASDAQ independence definition includes a series of objective tests, such as that the director is not an employee of the Company and has not engaged in various types of business dealings with the Company. Because it is not possible to anticipate or explicitly provide

for all potential conflicts of interest that may affect independence, the Board is also responsible for determining affirmatively, as to each independent director, that no material relationships exist which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In making these determinations, the Board will broadly consider all relevant facts and circumstances, including information provided by the directors and the Company with regard to each director's business and personal activities, and changes thereto, as they may relate to the Company and the Company's management. As the concern is independence from management, the Board does not view ownership of even a significant amount of stock, by itself, as a bar to an independence finding. To supplement the annual process described above, it shall be the responsibility of each director to fully and promptly inform the Company's Secretary of any development that may affect the director's independence.

2. ***Selection of Chair of the Board and Chief Executive Officer***. The Board shall select its chairperson ("Chair") and the Company's Chief Executive Officer ("CEO") in any way it considers in the best interests of the Company. Therefore, the Board does not have a policy on whether the role of Chair and CEO should be separate or combined and, if it is to be separate, whether the Chair should be selected from the independent directors or should be an employee of the Company.

3. ***Vice Chair; Lead Director.*** The Board may from time to time appoint a Vice Chair. Any Vice Chair will have the duties as delegated by the Board and Chair from time to time. It is not required for the Vice Chair to be independent.

   If the Chair is the Chief Executive Officer or is not independent and any Vice Chair is not independent, then one of the independent directors shall be named as Lead Director. The Lead Director shall be chosen by a majority of the non-employee members of the Board, at a duly organized meeting, after receiving a recommendation from the Nominating and Corporate Governance Committee. Such Committee shall also determine the duties of the Lead Director.

4. ***Director Qualification Standards***. The Nominating and Corporate Governance Committee is responsible for reviewing the qualifications of potential director candidates and recommending to the Board those candidates to be nominated for election to the Board, subject to the extent any stockholder's agreement sets forth procedures governing the nomination of directors to the Board of Directors. The Nominating and Corporate Governance Committee shall adopt Board membership criteria from time to time. The Nominating and Corporate Governance Committee will consider (a) independence, applicable criteria for committee or Board membership established by regulatory entities, minimum individual qualifications including high ethical standards, integrity and values; solid business acumen, judgment and leadership; industry knowledge or experience and factors relevant to the success of a publicly traded company; an ability to work collegially with the other members of the Board; and (b) all other factors it considers appropriate, which may include diversity of gender, racial, ethnic and/or cultural diversity and specific experience related to the Company's business, international exposure, experience with global markets, existing commitments to other businesses, potential conflicts of interest with other pursuits, legal considerations such as antitrust issues, corporate governance background, financial and accounting background, executive compensation background and the size, composition and combined expertise of the existing Board.

   Although the Board does not have a formal policy specifying how diversity of background and personal experience should be applied in identifying or evaluating director candidates, to help ensure that the Board remains aware of and responsive to the needs and interests of the

Company's customers, stockholders, employees and other stakeholders, when evaluating the current directors and considering the nomination of new directors, the Nominating and Corporate Governance Committee makes an effort to ensure the composition of the Board reflects a broad diversity of experience, profession, expertise, skill, and background, including gender, racial, ethnic, and/or cultural diversity. The Board and the Nominating and Corporate Governance Committee are committed to ensuring the Board functions effectively and with appropriate expertise. Nominees are not discriminated against on the basis of race, religion, national origin, disability or sexual orientation. The Board and the Nominating and Corporate Governance Committee are committed to continue to seek a diversity of candidates to join the Board.

The Board should monitor the mix of specific experience, qualifications and skills of its directors in order to assure that the Board, as a whole, has the necessary tools to perform its oversight function effectively in light of the Company's business and structure. Stockholders may also nominate directors for election at the Company's annual stockholders meeting by following the provisions set forth in the Company's bylaws, whose qualifications the Nominating and Corporate Governance Committee will consider.

5. *Change in Present Job Responsibility*. Any director who has a significant change in his/her principal employment or occupation, has a material change in his/her employment responsibilities or a change in title, changes employer or occupation, is unable to attend at least seventy-five percent of the regular board meetings and meetings of committees on which they serve in a given year, should bring this fact to the attention of the Chair of the Nominating and Corporate Governance Committee and shall offer to resign. It is further understood that if a non-employee director no longer satisfies the standard for an "independent director" as set forth by the NASDAQ Marketplace Rule or other applicable law, then the non-employee director shall offer to resign. The Nominating and Corporate Governance Committee shall consider the offer to resign and all relevant facts and circumstances, and after consultation with the Chief Executive Officer and the Board Chair, shall decide whether it should accept such offer of resignation.

6. *Director Orientation and Continuing Education*. Management, working with the Nominating and Corporate Governance Committee, will provide an orientation process for new directors and coordinate director continuing education programs. The orientation programs are designed to familiarize new directors with the Company's businesses, strategies and challenges and to assist new directors in developing and maintaining skills necessary or appropriate for the performance of their responsibilities. As appropriate, management shall prepare additional educational sessions for directors on matters relevant to the Company and its business. Management shall provide director education for all directors every year through Company-provided training or presentations or making educational opportunities available through universities or more formal programs.

   The Corporate Secretary may maintain a record of continuing education events attended by Board members either through Company presentations or on the director's own initiative. Each director should report to the Corporate Secretary any educational activities engaged in which may enhance the director's abilities to serve as a director of the Company.

7. *Term Limits*. The Board does not believe in term limits for directors because such limits would deprive the Board of the service of directors who have developed, through valuable experience over time, an increasing insight into the Company and its operations.

8. *Retirement of Board Members*. A director shall not be eligible to stand for reelection if such director reaches or will reach his or her 78th birthday prior to the director's next election. A director may serve out the current term following their 78th birthday.

9. *Stock Ownership.* It is required that each non-employee director own shares of the Company's stock equal in value to four times the annual Board cash retainer. The Nominating and Corporate Governance Committee shall periodically review the stock ownership guidelines for non-employee directors. In addition, certain of the Company's officers are required to own shares of the Company's stock as may be set forth from time to time as determined by the Compensation Committee of the Board.

10. *Majority Vote Director Resignation Policy*. In an uncontested election of directors (i.e., an election where the number of persons properly nominated for election as directors at a meeting of stockholders does not exceed the number of directors to be elected at such meeting), any nominee for director who receives a greater number of votes "WITHHELD" from his or her election than votes "FOR" such election must promptly tender their resignation to the Board following certification of the stockholder vote. Such resignation shall become effective only if the Board accepts such resignation in accordance with the procedures set forth below.

    The independent directors of the Board (as defined by applicable stock exchange listing standards) shall, no later than ninety (90) days following certification of the stockholder vote, evaluate any such tendered resignation in light of the best interests of the Company and its stockholders and determine whether to accept or reject the tendered resignation, or whether other action should be taken. In reaching their respective decisions as to such recommendation and as to whether to accept such tendered resignation, the independent directors may consider any factors and circumstances they consider appropriate and relevant. Any director who tenders their resignation pursuant to this provision may not participate in the Board action regarding whether to accept the tendered resignation. Prior to voting, the Board shall afford the affected director an opportunity to provide any information or statement that the director deems relevant. If the independent directors determine not to accept the tendered resignation, the Company will publicly disclose (via press release or SEC filing) such determination and the factors considered by the independent directors in making such determination.

C. Board Meetings

1. *Frequency of Meetings*. The Board currently plans at least four meetings each year, with further meetings to occur (or action to be taken by unanimous consent) at the discretion of the Board.

2. *Selection of Board Agenda Items*. The Chairman of the Board, together with the Chief Executive Officer, shall set the agenda for Board meetings with the understanding that the Board is responsible for providing suggestions for agenda items that are aligned with the advisory and monitoring functions of the Board. Agenda items that fall within the scope of responsibilities of a Board committee are reviewed with the chairperson of that committee. Any member of the Board may request that an item be included on the agenda.

3. *Access to Management and Independent Advisors*. All Board members are invited to contact the Chair and CEO at any time to discuss any aspect of the Company's business. Board members shall have free access to all members of management and employees of the Company. Generally, any meeting or contact that a director wishes to initiate with an employee should be arranged through the Company's Chief Executive Officer or Corporate Secretary. In addition,

as necessary and appropriate, the Chair may consult with independent legal, financial, accounting and other advisors, at the Company's expense, to assist in their duties to the Company and its stockholders.

4. *Executive Sessions*. To ensure free and open discussion and communication among the non-management directors of the Board, the non-management directors will meet in executive session at most Board meetings with no members of management present. The Board Chair, or a director designated by non-management directors, will preside at the executive sessions. Independent directors will meet in a private session that excludes management and affiliated directors at least once a year.

D. Committees of the Board

The Board shall have at least three committees: the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee. Each committee shall have a written charter and shall report regularly to the Board summarizing the committee's actions and any significant issues considered by the committee.

Each of the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee shall be comprised of no fewer than the number of members set forth in the relevant committee charter. In addition, each committee member must satisfy the membership requirements set forth in the relevant committee charter. A director may serve on more than one committee.

The Nominating and Corporate Governance Committee shall be responsible for identifying Board members qualified to fill vacancies on any committee and recommending that the Board appoint the identified member or members to the applicable committee. The Board, taking into account the views of the Chair and the Nominating and Corporate Governance Committee, shall designate one member of each committee as chairperson of such committee.

Committee Chairs shall be responsible for setting the agendas for their respective committee meetings.

E. Expectations of Directors

The business and affairs of the Company shall be managed by or under the direction of the Board in accordance with state and other applicable laws and regulations. In performing their duties, the primary responsibility of the directors is to exercise their business judgment in the best interests of the Company. The Board has developed a number of specific expectations of directors to promote the discharge of this responsibility and the efficient conduct of the Board's business.

1. *Commitment and Attendance*. All directors are expected to make every effort to attend all meetings of the Board, meetings of the committees of which they are members and the annual meeting of stockholders. Board members are expected to attend Board meetings and meetings of committees of which they are members in person but may also attend such meetings by telephone or video conference, when necessary.

2. *Participation in Meetings*. Each director should be sufficiently familiar with the business of the Company, including its financial statements and capital structure, and the risks and competition it faces, to facilitate active and effective participation in the deliberations of the Board and of each committee on which he or she serves. Management will make appropriate personnel available to answer any questions a director may have about any aspect of the Company's business. Directors should also review the materials provided by management and

advisors in advance of the meetings of the Board and its committees and should arrive prepared to discuss the issues presented.

3. *Loyalty and Ethics*. In their roles as directors, all directors owe a duty of loyalty to the Company. The Company has adopted a Code of Conduct (the "Code"), which includes a compliance program to enforce the Code, and directors are expected to adhere to the Code.

4. *Other Directorships and Significant Activities*. Serving on the Board requires significant time and attention. Directors are expected to spend the time needed and meet as often as necessary to discharge their responsibilities properly. Generally, directors are expected not to serve on more than five public company boards (including the Company's Board), and members of the Audit Committee are expected not to serve on more than three public company audit committees (including the Company's Audit Committee), in each case, unless they obtain specific approval from the Board. In addition, directors who also serve as CEOs or in equivalent positions generally should not serve on more than two public company boards, including the Company's Board, in addition to their employer's board. Directors should advise the Chair of the Nominating and Corporate Governance Committee, the Chair and CEO before accepting membership on other boards of directors or other significant commitments involving affiliation with other businesses, non-profit entities or governmental units.

5. *Confidentiality*. The proceedings and deliberations of the Board and its committees are confidential. Each director shall maintain the confidentiality of information received in connection with his or her service as a director.

F. Management Succession Planning

At least annually, the Board shall review a succession plan, developed by management and reviewed by the Nominating and Corporate Governance Committee. The succession plan should include, among other things, an assessment of the experience, performance and skills for possible successors to the Chair, Vice Chair, CEO and members of executive management.

G. Evaluation of Board Performance

The Board should conduct a self-evaluation at least annually to determine whether it and its committees are functioning effectively. The Nominating and Corporate Governance Committee should periodically consider the mix of skills and experience that directors bring to the Board to assess whether the Board has the necessary tools to perform its oversight function effectively.

Each committee of the Board should conduct a self-evaluation at least annually and report the results to the Board, acting through the Nominating and Corporate Governance Committee. Each committee's evaluation must compare the performance of the committee with the requirements of its written charter.

H. Board Compensation

The Compensation Committee will review the form and amount of director compensation from time to time and recommend any changes to the Board, as it deems appropriate. Non-employee directors may receive a portion of their annual compensation in the form of equity. Employee directors are not paid additional compensation for their services as directors or committee members.

I. Communications with Stockholders

The Chair, Vice Chair and CEO are responsible for establishing effective communications with all interested parties, including stockholders of the Company. It is the policy of the Company that management speaks for the Company. This policy does not preclude outside directors, including the Chair or Vice Chair, from meeting with stockholders, but it is suggested that, in most circumstances, any such meetings be held with members of management present.

J. Communications with Non-Management Directors

Anyone who would like to communicate with, or otherwise make his or her concerns known directly to the chairperson of any of the Audit, Nominating and Corporate Governance and Compensation Committees, or to the non-management or independent directors as a group, may do so by (1) addressing such communications or concerns to:

1. Corporate Secretary (who will forward such communications to the appropriate party)
   1225 17th Street, Suite 1000
   Denver CO 80202

2. to the Corporate Secretary via e-mail at complianceofficer@simplygoodfoodsco.com; or

3. www.simplygoodfoods.ethicspoint.com, the Company's compliance and ethics website.

Such communications may be done confidentially or anonymously.

K. Communications between the Board and Management

Candor in business discussion is important between the Board and management of the Company, particularly the CEO and CFO, so that they may assess material risks and make informed decisions. Notwithstanding other Company policies or disclosure obligations, the CEO and CFO will bring to the attention of the Board in a timely and complete manner**,** significant or unusual matters, both positive to, and those that may have a potentially detrimental or negative effect on, the Company's financial well-being, operations or reputation. As part of their duties of loyalty and care, officers and directors should also disclose any potential conflict of interest that may arise between their individual interests and those of the corporation.

L. Corporate Governance Review and Disclosure

The Nominating and Corporate Governance Committee shall review these Guidelines on a regular basis, and shall recommend any changes to the Board for its approval. As part of its review, the Nominating and Corporate Governance Committee will consider whether the principles and practices have been, and are likely to continue to be, effective in enabling the Board to fulfill its responsibilities. The Nominating and Corporate Governance Committee may also compare current practices to the expectations of stockholders; changes in the law or regulations; and the practices of boards of other leading companies. These Guidelines shall be posted on the Company's website.

M. Amendment, Waiver, No Third-Party Rights, and Nature of Guidelines

1. *Amendment*. The Board may amend, modify, supplement or repeal these Guidelines, in whole or in part, at any time and from time to time, in its sole discretion, as the Board deems appropriate in the best interests of the Company and its stockholders or as required by applicable laws, regulations or listing standards. The Nominating and Corporate Governance Committee

shall review these Guidelines on a regular basis and recommend any such changes to the Board for its approval, consistent with Section L above.

2. ***Waiver***. The Board may, in its sole discretion, waive or decline to apply any provision of these Guidelines with respect to a particular matter or circumstance, at any time and from time to time, where the Board determines such waiver is appropriate and in the best interests of the Company and its stockholders. Any waiver will be effective only if approved by the Board and shall not constitute a continuing or general waiver of such provision or any other provision of these Guidelines.

3. ***No Third-Party Rights; Nature of Guidelines***. These Guidelines are intended to serve as a flexible framework for the conduct of the Board's business and are not intended to, and do not, create any legal or fiduciary duties or obligations, or any rights in favor of any stockholder, director, officer, employee or other person, that would not otherwise exist under the Company's Amended and Restated Certificate of incorporation or Amended and Restated Bylaws or any applicable law, rule, regulation, or listing standard. To the extent these Guidelines conflict with the Company's Amended and Restated Certificate of Incorporation or Amended and Restated Bylaws, or with any applicable law, rule, regulation, or listing standard, such Amended and Restated Certificate of Incorporation, Amended and Restated Bylaws, law, rule, regulation, or listing standard shall control.