

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK0001888101

Filer CCCXXXXXXXX

Is this a LIVE or TEST Filing?☒ LIVE ☐ TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer

SEC File Number

Address of Issuer

Phone

Name of Person for Whose Account the Securities are To Be Sold

Real Good Food Co Inc
001-41025
3 Executive Campus
Suite 155
Cherry Hill
NEW JERSEY
08002
856-644-5624
Josh Schreider

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

10% stockholder

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Class A Common Stock	William Blair 1166 Avenue of the Americas New York NY 10036	3456022	14688094	7203851	08/24/2023	NASD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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		Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Class A Common Stock	11/04/2021	Conversion of securities	The Real Good Food Company, Inc.	<input type="checkbox"/>	3956022	11/04/2021 N/A

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report ☒

144: Remarks and Signature

Remarks The number of shares outstanding excludes 18,676,781 shares of the Issuer's Class B common stock outstanding. Of the 3,456,022 shares of Class A common stock ("Class A Shares") sold by Mr. Schreider as reported herein, 3,306,022 shares were held by Mr. Schreider as Class B common stock and canceled immediately prior to such sale upon Mr. Schreider's election to convert his Class B Units of Real Good Foods, LLC into Class A Shares. Mr. Schreider previously converted 150,000 Class B Units for Class A Shares, which 150,000 Class A Shares are included in the securities reported as sold herein.

Date of
Notice 08/28/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Amanda P. McFall, Attorney-in-Fact for Josh Schreider

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)