

DUFF & PHELPS

Protect, Restore and Maximize Value



Food and Beverage M&A Landscape

Fall 2020



M&A Market Overview

While food and beverage M&A deal activity in the U.S. and Canada continued to see a downtick in the trailing twelve months (TTM) ending September 30, 2020, with 283 deals closing over the period, Q3 2020 deal volume was the highest it has been in the past five years.

The third quarter of 2020 did not produce any landmark transactions, except for the sale of Kraft Heinz' natural cheese business to Groupe Lactails S.A. for USD 3.2 bn, which was announced on September 15, 2020. See page 5 for further details.

M&A activity in the food and beverage sector is still predominately driven by strategic buyers (including companies primarily owned by private equity investors), with strategic transactions representing 83% of total deal value over the TTM. Of the 283 deals closed over the TTM, 240 (85%) were completed by privately owned buyers.

Although deal volume in Q3 2020 was up almost 8% from the previous year, with 71 deals closing over the period, compared to only 66 the year before, overall deal volume in the TTM decreased 10.2%, relative to the 313 deals closed over the TTM ending September 20, 2019.

As expected, reduced uncertainty from the pandemic in Q3 coincided with a rebound in food and beverage M&A. Businesses and consumers have adapted to "the new normal," and credit markets have recalibrated to allow access to capital for acquisitions. Combined with pent-up demand from potential buyers, these circumstances resulted in the highest third quarter deal count in recent years. The trend will likely continue into the final months of 2020 as buyers jockey for quality assets - strategic buyers are sitting on ample cash, private equity funds have access to stable financing again and a need to place capital, and Special Purpose Acquisition Companies (SPACs) become a new vehicle for investors to create value in the food and beverage space.

On the ground, it is still a tale of two markets. Food and beverage businesses with high exposure to retail, e-commerce and food delivery have weathered the pandemic well, as consumers largely continue to eat and drink at home. Conversely, businesses that were levered to the food service sector are still experiencing reduced demand from key end markets, including restaurants, hospitality, travel and tourism, sports and entertainment. These businesses will likely remain under pressure as the threat of further restrictions loom headed into the winter, until a longer-term solution to the pandemic (i.e., an effective vaccine) is within reach.

Sources: Capital IQ as of September 30, 2020

Note: M&A deal count is defined by a list of subsectors viewed as the best representation of the industry.

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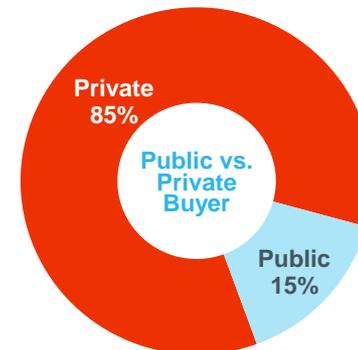
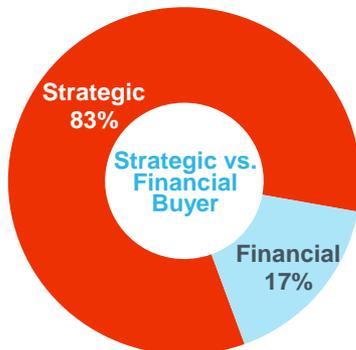
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M&A Market Overview, Continued

Number of Closed Deals (as of September 30, 2020)



By Number of Closed Deals (TTM as of September 30, 2020)



Note: All amounts are listed in USD unless otherwise noted. Includes food and beverage sector deals, where the target was based in North America
 Source: S&P Global Market Intelligence. Transactions with more than 50% of the company acquired are included in the analysis.

Duff & Phelps Proprietary Market Intelligence¹

Active M&A Markets

- Transaction activity has accelerated in recent months as the uncertainty around the impact of COVID-19 on commerce and consumers has decreased.
- Deal activity is being fueled by the cash that strategics have harvested during the pandemic and more liquid credit markets.
- Private equity buyers are increasing their exposure to food and beverage businesses due to the general resiliency and positive trajectory of the industry.

Robust Fundraising Environment for Profitable Companies

- Growing companies in branded food and beverage and novel ingredients are seeing plentiful fundraising alternatives.
- Large institutional funds are more active in growth equity rounds as they chase investment opportunities that are not readily available in the public markets.
- Investors are placing a premium on profitability in the current market, whereas in the past years, sales growth was more important.

Proliferation of SPACs

- SPACs have grown in popularity for public market investors looking for new opportunities by providing companies a quick and economical avenue to go public compared to IPOs.
- SPACs have been active this year, with several acquisitions closing over 2020 (e.g., Act II Global Acquisition Corp./Flavors Holdings Inc.; Navis Resources Corp/Modern Meat, Inc.; Collier Creek Holdings/Utz Brands Holdings, LLC).

Strategics Selling Non-Core Assets

- Strategics are increasingly reassessing their portfolios and selling business lines that are either non-core or dragging down their overall growth/profitability.
- Consumer behavior both during and post COVID-19 is likely driving decisions around what brands and categories are relevant.

Potential Tax Law Changes Motivating Entrepreneurs

- U.S. entrepreneurs are increasingly seeking to complete sale transactions in 2020 out of fear that any future potential capital gains rate changes will be retroactively assessed to the beginning of 2021.
- This has led to a massive uptick in deals coming to market in recent weeks.

Increased Interest in E-commerce

- The shift in consumer spend to online channels during the pandemic indicates the long-term opportunity in food and beverage E-commerce.
- Most strategics are behind the curve compared to smaller competitors, in terms of developing a user-friendly and efficient online strategy, which may lead them to acquire digitally native businesses.

¹ Proprietary insight based on anecdotal experience of Duff & Phelps Securities employees
Sources: Duff & Phelps Securities, Reuters

Select Recent Transactions¹

Bond Bakery Brands Limited acquired Pace Processing and Product Development Ltd.



On October 6, 2020, Bond Bakery Brands Limited closed the acquisition of Pace Processing and Product Development Ltd. (Pace), a Canadian bakery and food solutions manufacturer specializing in pizzas, cakes and other sweet and savory baked goods that services retail and food service customers in Canada and the U.S. **Duff & Phelps Securities Canada acted as exclusive financial advisor to the shareholders of Pace.**

Anheuser-Busch InBev SA/NV acquired Craft Brew Alliance, Inc.



On September 30, 2020, Anheuser-Busch InBev SA/NV (A-B) closed the acquisition of Craft Brew Alliance, Inc. at an implied valuation of USD 379 mn. The acquisition, previously announced in November 2019, was completed by A-B's U.S.-subsidiary, Anheuser-Busch Companies, LLC, which already held a minority ownership position in the target. The deal was approved by shareholders in February but was forced to restructure to satisfy an antitrust review by government officials over the course of the year.

Groupe Lactalis S.A. to acquire The Kraft Heinz Company's natural cheese business



On September 15, 2020, Groupe Lactalis S.A. announced the acquisition of the natural cheese business of The Kraft Heinz Company (KH) for USD 3.2 bn. "We believe these cheese and dairy businesses will thrive in the hands of a global dairy company like Groupe Lactalis," said KH CEO Miguel Patricio. "At the same time, the transaction will enable us to build sustainable competitive advantage in businesses where we have stronger brand, greater growth prospects, and can use our manufacturing scale and consumer-based platforms approach."

Utz Quality Foods, LLC and Collier Creek Holdings combine to form Utz Brands, Inc.



On August 28, 2020, Collier Creek Holdings (a SPAC) completed a reverse-merger with Utz Quality Foods, LLC (Utz), forming Utz Brands, Inc., trading as UTZ on the NYSE. "The completion of our business combination with Collier Creek and the initiation of Utz as a public company, marks a significant milestone and will fuel our next century of growth after nearly 100 years as a family-owned business," said Dylan Lissette, CEO at Utz, a 25-year veteran at the company.

Whole Earth Brands, Inc. acquired Flavors Holdings Inc.



On June 25, 2020, Whole Earth Brands, Inc. (WEB), formerly known as Act II Global Acquisition Corp. (a SPAC), closed the acquisition of Flavors Holdings Inc. for USD 338 mn, which was previously announced in December 2019 for USD 550 mn. The transaction was renegotiated over the course of Q1 and Q2 2020 through three different amendments. The shares of Whole Earth Brands trade on the Nasdaq under the ticker symbol FREE.

Tillridge Global Agribusiness Partners acquired Freshstone Brands Inc.



On May 22, 2020, private equity firm Tillridge Global Agribusiness Partners acquired Freshstone Brands Inc., from Vancouver-based family-office, Founders Group of Food Companies Inc. Freshstone Brands Inc. is a Canadian manufacturer of private label packaged prepared food products, operating through two divisions, Fresh Selections and Keybrand Foods Inc.

¹ Deals in the U.S. and Canada, closed or announced over the past six months, selected based on subjectively being representative of recent market activity, excluding bankruptcy sales. Sources: S&P Global Market Intelligence, Mergermarket, company press releases and various news sources (e.g., *Newswire*, *PR Newswire*, *GlobeNewswire*)

Recent North American M&A Activity by Subsector

Food and Beverage Subsector Definitions

Bakery:

Production and distribution of baked goods

Better-For-You:

Differentiated food products with health benefits

Confectionery/Snacks:

Chocolate, candy, nuts and other convenient snack foods

General:

Conglomerates and general food businesses

Dairy:

Production and distribution of dairy or dairy by-products, such as cheese or yogurt

Ingredients:

Goods used in the production of other food-related items

Produce:

Fresh produce or other agricultural products

Protein Producers:

Meat and seafood producers and distributors

Specialty-Pet:

Pet food producers, distributors and retailers

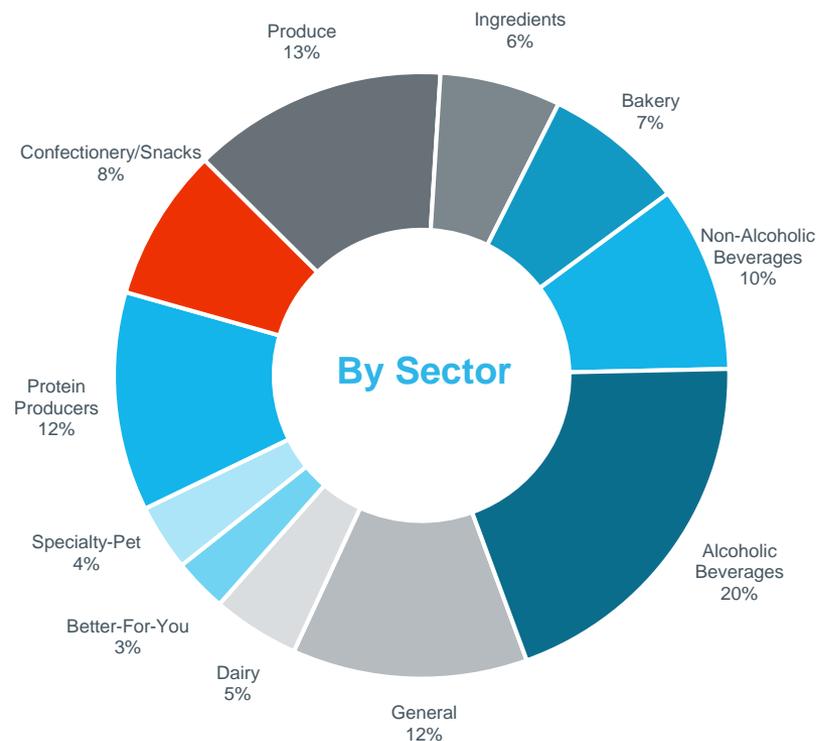
Non-Alcoholic Beverages:

Beverages that do not contain alcohol

Alcoholic Beverages:

Wine, beer and spirits

Deals by Subsector (TTM as of September 30, 2020)



Food

Beverages

Recent North American M&A Activity¹

	Bakery	Better-For-You	Confectionery/Snacks	General
<i>(USD in millions)</i>				
Date Closed	April 1, 2020	Announced	July 31, 2020	July 9, 2020
Target	Give and Go Prepared Foods Corp.	Amino Balls Inc.	Outer Galactic Chocolates, LLC	Virginia's Kitchen, LLC
Target Location				
Target Business Description	Give and Go Prepared Foods Corp. manufactures and sells frozen and thaw-and-sell baked goods to retailers and foodservice operators globally.	Amino Balls Inc. produces plant-based protein snacks.	Outer Galactic Chocolates, LLC produces cannabis-infused chocolate.	Virginia's Kitchen, LLC, (dba: BlueKudu), produces cannabis chocolates and gummies.
Acquirer	Mondelez International, Inc.	Sire Bioscience Inc.	Mendo Distribution and Transportation, LLC	Curaleaf Holdings, Inc.
Financial Metrics <i>(Where Disclosed)</i>	LTM Rev.: USD 500.0	EV: USD 0.1	EV: USD 0.5	EV: USD 3.5
				EV: USD 10.0

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2020

Recent North American M&A Activity¹

	General		Dairy	Ingredients	
(USD in millions)					
Date Closed	August 11, 2020	June 11, 2020	April 30, 2020	Announced	October 1, 2020
Target	Non-strategic manufacturing asset of Curation Foods, Inc.	North American Buitoni business of Nestlé USA, Inc.	Infusion Works Inc.	The natural cheese business of The Kraft Heinz Company	Silva International, Inc.
Target Location					
Target Business Description	Non-strategic manufacturing asset of Curation Foods, Inc. (a subsidiary of Landec Corporation) comprises food manufacturing operations in Ontario and California.	The North American Buitoni business of Nestlé USA, Inc. comprises a pasta manufacturing facility as well as rights to the Buitoni brand in the U.S., Canada and the Caribbean territories.	Infusion Works Inc. manufactures cannabinoid-based foods.	The natural cheese business of The Kraft Heinz Company comprises brands such as Breakstone's, Knudsen, Polly-O, Athenos, Hoffman's, Cracker Barrel and Cheez Whiz.	Silva International, Inc. provides dehydrated vegetable, herb and fruit ingredients to the food industry.
Acquirer	Private Buyer	Buitoni Food Company	City View Green Holdings Inc.	Groupe Lactalis S.A.	Universal Corporation
Financial Metrics <i>(Where Disclosed)</i>	EV: USD 4.8	EV: USD 115.0	EV: USD 4.2	EV: USD 3,200.0 LTM Rev.: USD 1,800.0 LTM EBITDA: USD 266.7 EV/Rev.: 1.8x EV/EBITDA: 12.0x EBITDA Margin: 14.8%	EV: USD 170.0

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2020

Recent North American M&A Activity¹ ○○●○○

	Ingredients	Produce		Protein	
<i>(USD in millions)</i>					
Date Closed	June 25, 2020	Announced	October 1, 2020	Announced	June 26, 2020
Target	Flavors Holdings Inc.	The California farm property of Horizon Farm Enterprises LLC	S-FDF LLC	Assets of VeroBlue Farms	Sadler's Smokehouse, Ltd.
Target Location					
Target Business Description	Flavors Holdings Inc. manufactures and markets tabletop sweeteners under Equal and Canderel brands.	The California farm property of Horizon Farm Enterprises LLC produces pistachios and almonds.	S-FDF LLC produces freeze dried fruits and vegetables for human consumption.	Assets of VeroBlue Farms comprises property, equipment, tanks, rolling stock, inventory, permits, contracts, customer lists and contracts.	Sadler's Smokehouse, Ltd. processes and sells pit-smoked meats.
Acquirer	Whole Earth Brands, Inc.	Maricopa Orchards, LLC	Black Ridge Oil & Gas, Inc.	NaturalShrimp Incorporated	Navis Resources Corp. (nka:Modern Meat Inc.)
Financial Metrics <i>(Where Disclosed)</i>	EV: USD 387.5	EV: USD 8.1	EV: USD 5.9	EV: USD 10.0	EV: USD 2.6

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2020

Recent North American M&A Activity¹

	Protein	Non-Alcoholic Beverages	Alcoholic Beverages	Alcoholic Beverages
(USD in millions)				
Date Closed	April 6, 2020	April 24, 2020	April 1, 2020	Announced
Target	Certain facilities and brands of Empire Packing Company, L.P.	Rockstar, Inc.	Manna Resources, Inc.	Paul Masson Grande Amber Brandy brand of Constellation Brands, Inc.
Target Location				
Target Business Description	The transaction comprises five production facilities and the Ledbetter branded retail products of Empire Packing Company, L.P.	Rockstar, Inc. produces energy drinks for people with active lifestyles ranging from athletes to rockstars.	Manna Resources, Inc. operates a bottled water trading business focused on China and other Asian markets under the brand Manna Water.	The transaction includes the Paul Masson Grande Amber Brandy brand, related inventory and interests in certain contracts.
Acquirer	JBS USA Food Company, LLC	PepsiCo, Inc.	Astron Connect Inc.	Sazerac Company, Inc.
Financial Metrics (Where Disclosed)	EV: USD 238.0	EV: USD 4,700.0	EV: USD 0.1	EV: USD 255.0
				Re-Announced
				Portfolio of wine and spirits brands and winemaking facilities of Constellation Brands Inc.
				
				The acquired portfolio comprises winemaking facilities and wine and spirits brands. The transaction is a modified agreement, excluding several previously included brands.
				E. & J. Gallo Winery
				EV: USD 1,032.9

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2020

Recent North American M&A Activity¹ ○○○○●

Alcoholic Beverages

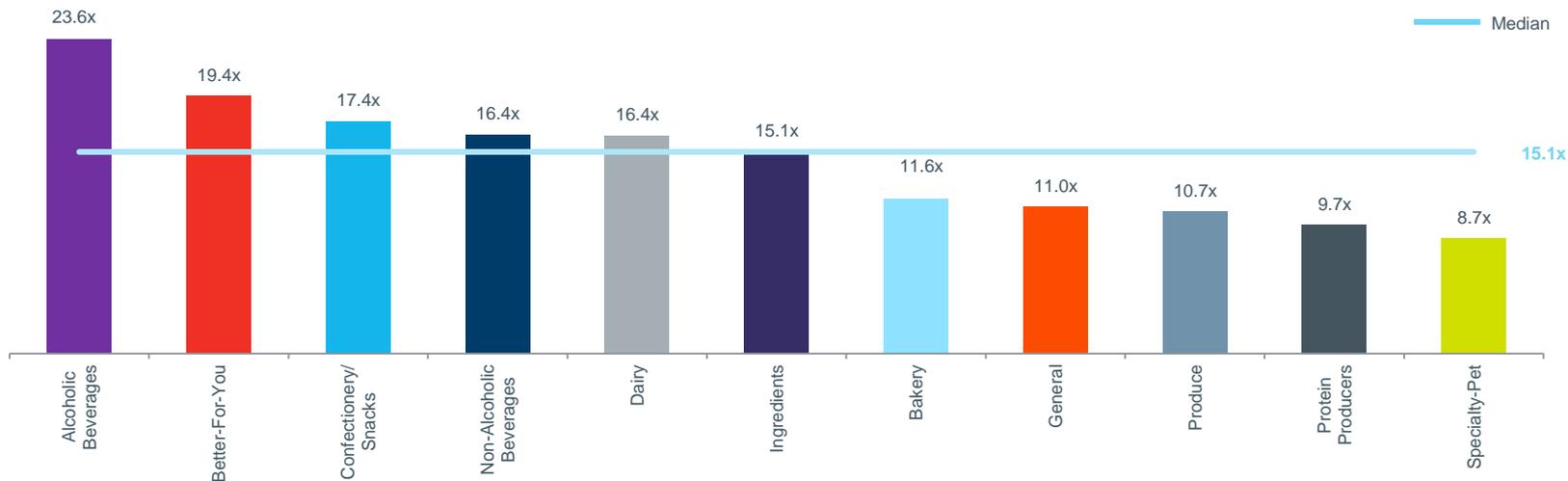
(USD in millions)

Date Closed	October 6, 2020	September 30, 2020
Target	Kona Brewing Co., Inc.	Craft Brew Alliance, Inc.
Target Location		
Target Business Description	Kona Brewing Co., Inc., produces and distributes craft beers.	Craft Brew Alliance, Inc. brews and sells craft beers, ciders, and seltzers in the U.S. and internationally.
Acquirer	PV Brewing Partners, LLC	Anheuser-Busch Companies, LLC
Financial Metrics <i>(Where Disclosed)</i>	EV: USD 15.8	EV: USD 378.6 LTM Rev.: USD 198.7 LTM EBITDA: USD 8.7 EV/Rev.: 1.9x EV/EBITDA: 43.6x EBITDA Margin: 4.4%

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2020

Public Company Trading Multiples

EV/TTM EBITDA Median Multiples by Subsector as of October 15, 2020



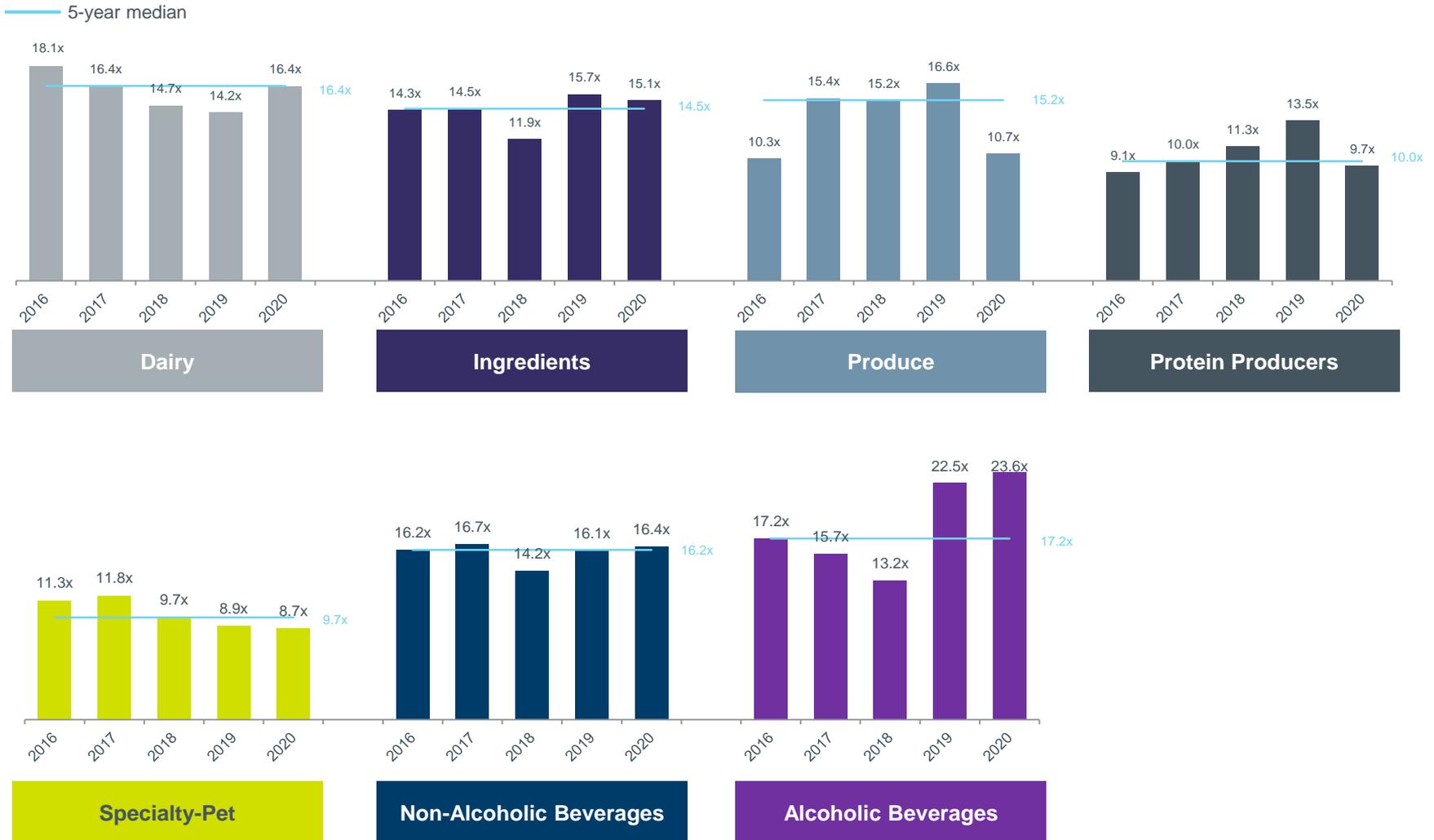
EV/TTM EBITDA Median Multiples – Food and Beverage Subsectors as of October 15, 2020



Note: Sector constituents based on selected comparable companies; certain periods exclude outliers based on Duff & Phelps analysis; EBITDA does not reflect adjustments for extraordinary items
 EV = Enterprise Value = Market Capitalization + Total Debt + Preferred Equity – Cash and Short-Term Investments. TTM = last 12 months. Source: S&P Global Market Intelligence

Public Company Trading Multiples

EV/TTM EBITDA Median Multiples – Food and Beverage Subsectors as of October 15, 2020



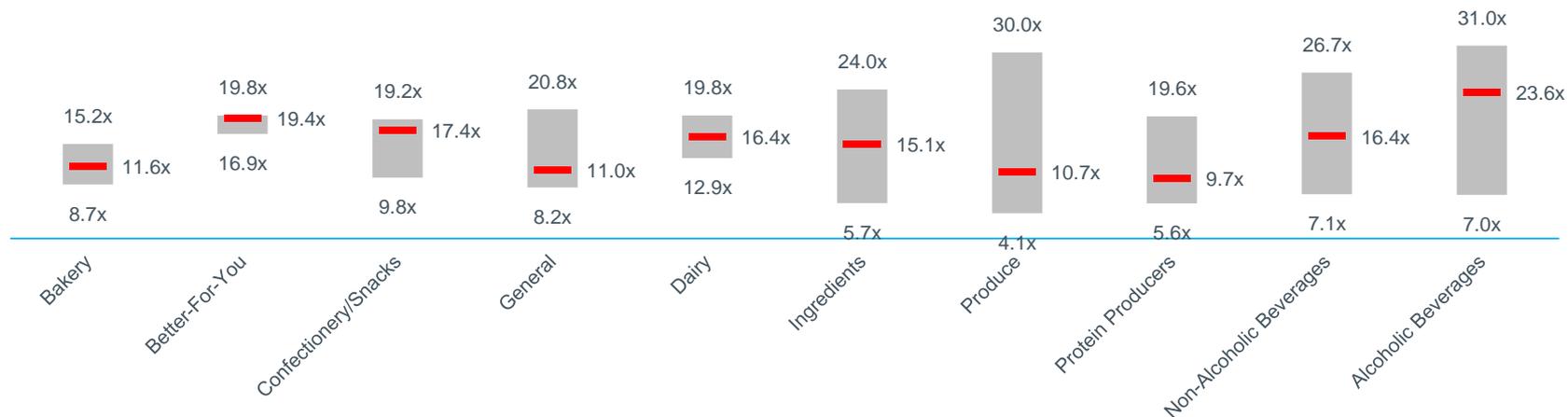
Note: Sector constituents based on selected comparable companies; certain periods exclude outliers based on Duff & Phelps analysis; EBITDA does not reflect adjustments for extraordinary items
 EV = Enterprise Value = Market Capitalization + Total Debt + Preferred Equity – Cash and Short-Term Investments. TTM = last 12 months. Source: S&P Global Market Intelligence

Select Public Company Operating and Trading Statistics

5-Year Revenue Growth Rate (CAGR)¹ – Range and Median (as of October 15, 2020)*



Enterprise Value/TTM EBITDA (by sector)¹ – Range and Median (as of October 15, 2020)*



*Specialty-Pet companies were excluded due to insufficient data

¹The values above represent high, median and low data points for each category as of October 15, 2020.

Source: S&P Global Market Intelligence

Public Company Trading Statistics

(USD in millions, except per share data)

Company	HQ	15-Oct-20 Stock Price	% of 52-Wk High	Market Cap.	Enterprise Value	Operating Metrics (TTM)						Enterprise Value as a Multiple of					
						Revenue	Revenue CAGR, 5-Yr.	EBITDA Margin	Assets	Ret. on Assets	Net Debt/ EBITDA	Revenue			EBITDA		
												TTM	2020E	2021E	TTM	2020E	2021E
Bakery																	
George Weston Limited	CA	73.57	87%	11,286	29,850	38,225	2.1%	9.0%	35,033	3.5%	4.4x	0.8x	0.7x	0.7x	8.7x	7.6x	7.0x
Flowers Foods, Inc.	U.S.	24.95	99%	5,279	6,386	4,260	2.5%	12.9%	3,399	6.2%	2.4x	1.5x	1.5x	1.5x	11.6x	12.9x	13.1x
Hostess Brands, Inc.	U.S.	13.34	91%	1,659	2,737	944	NA	19.1%	3,320	2.5%	5.9x	2.9x	2.7x	2.6x	15.2x	11.9x	10.9x
Median			91%	5,279	6,386	4,260	2.3%	12.9%	3,399	3.5%	4.4x	1.5x	1.5x	1.5x	11.6x	11.9x	10.9x
Mean			92%	6,075	12,991	14,476	2.3%	13.7%	13,917	4.0%	4.3x	1.7x	1.6x	1.6x	11.8x	10.8x	10.3x
Better-For-You																	
The Hain Celestial Group, Inc.	U.S.	36.43	99%	3,674	4,015	2,054	-4.7%	10.0%	2,188	3.5%	1.8x	2.0x	2.0x	1.9x	19.5x	17.5x	15.5x
BellRing Brands, Inc.	U.S.	22.75	95%	897	3,551	920	NA	20.1%	660	15.5%	3.9x	3.9x	3.7x	3.3x	19.2x	18.2x	16.5x
The Simply Good Foods Company	U.S.	22.56	78%	2,152	2,718	734	NA	18.7%	2,040	4.7%	4.3x	3.7x	3.4x	2.9x	19.8x	18.3x	15.7x
SunOpta Inc.	CA	7.84	97%	702	1,348	1,239	4.3%	6.5%	909	1.7%	8.3x	1.1x	1.1x	1.0x	16.9x	15.8x	13.8x
Whole Earth Brands, Inc.	U.S.	8.27	74%	343	342	-	NA	NA	306	NA	NA	NM	1.1x	1.1x	NM	5.7x	5.0x
Median			95%	897	2,718	920	-0.2%	14.4%	909	4.1%	4.1x	2.8x	2.0x	1.9x	19.4x	17.5x	15.5x
Mean			88%	1,554	2,395	989	-0.2%	13.8%	1,221	6.4%	4.6x	2.7x	2.2x	2.1x	18.8x	15.1x	13.3x
Confectionery/Snacks																	
Mondelez International, Inc.	U.S.	58.34	97%	83,329	102,015	25,886	-4.5%	23.8%	64,194	3.9%	3.7x	3.9x	3.9x	3.8x	16.5x	19.1x	17.9x
The Hershey Company	U.S.	150.42	93%	31,291	35,422	7,947	1.2%	24.3%	8,911	12.0%	2.2x	4.5x	4.5x	4.3x	18.3x	17.3x	16.7x
Post Holdings, Inc.	U.S.	91.87	82%	6,220	12,645	5,730	5.5%	18.7%	11,928	3.7%	6.1x	2.2x	2.2x	2.1x	11.8x	11.1x	10.5x
J & J Snack Foods Corp.	U.S.	131.80	67%	2,490	2,291	1,081	2.2%	11.0%	1,057	3.0%	NA	2.1x	2.3x	2.2x	19.2x	NA	19.2x
Tootsie Roll Industries, Inc.	U.S.	31.22	80%	2,079	1,842	503	-1.6%	19.6%	975	5.1%	NA	3.7x	NA	NA	18.7x	NA	NA
Utz Brands, Inc.	U.S.	17.95	94%	1,066	1,065	-	NA	NA	453	NA	NA	NM	1.1x	1.1x	NM	8.2x	7.4x
John B. Sanfilippo & Son, Inc.	U.S.	76.33	71%	872	924	880	-0.2%	10.7%	407	11.7%	0.6x	1.0x	1.0x	1.0x	9.8x	NA	NA
Median			82%	2,490	2,291	1,081	0.5%	19.1%	1,057	4.5%	3.0x	2.9x	2.3x	2.2x	17.4x	14.2x	16.7x
Mean			83%	18,192	22,315	6,004	0.4%	18.0%	12,561	6.6%	3.1x	2.9x	2.5x	2.4x	15.7x	14.0x	14.3x
General																	
The Kraft Heinz Company	U.S.	32.30	89%	39,489	65,662	25,417	19.4%	25.3%	98,306	3.4%	4.0x	2.6x	2.6x	2.7x	10.2x	10.4x	11.1x
General Mills, Inc.	U.S.	62.70	95%	38,331	51,053	17,988	0.5%	22.2%	31,262	6.7%	3.0x	2.8x	2.9x	2.9x	12.8x	13.9x	13.9x
Kellogg Company	U.S.	67.14	92%	23,024	31,438	13,472	-1.1%	17.3%	18,551	5.8%	3.6x	2.3x	2.3x	2.3x	13.5x	13.9x	13.8x
Conagra Brands, Inc.	U.S.	37.79	96%	18,461	28,002	11,343	0.2%	22.0%	22,377	5.6%	4.0x	2.5x	2.6x	2.6x	11.2x	11.9x	12.0x
Campbell Soup Company	U.S.	49.16	85%	14,860	20,454	8,691	1.5%	21.9%	12,372	6.3%	3.5x	2.4x	2.4x	2.4x	10.7x	11.9x	11.7x
The J. M. Smucker Company	U.S.	118.86	95%	13,559	18,685	7,994	4.8%	24.3%	16,902	5.2%	2.8x	2.3x	2.4x	2.4x	9.6x	10.9x	11.3x
Lancaster Colony Corporation	U.S.	176.99	96%	4,874	4,702	1,334	3.9%	17.0%	993	11.7%	NA	3.5x	3.4x	3.2x	20.8x	18.6x	17.2x
TreeHouse Foods, Inc.	U.S.	39.69	71%	2,243	4,307	4,324	5.9%	12.1%	5,242	3.1%	4.4x	1.0x	1.0x	1.0x	8.2x	8.6x	8.4x
Premium Brands Holdings Corporation	CA	73.33	95%	2,911	3,982	2,801	23.7%	7.2%	2,246	-3.4%	5.7x	1.4x	1.3x	1.2x	19.8x	17.9x	14.0x
B&G Foods, Inc.	U.S.	29.38	92%	1,885	3,622	1,838	16.5%	19.1%	3,252	5.4%	5.1x	2.0x	1.9x	2.0x	10.3x	10.2x	11.0x
Median			93%	14,209	19,569	8,342	4.3%	20.5%	14,637	5.5%	4.0x	2.3x	2.4x	2.4x	11.0x	11.9x	11.9x
Mean			90%	15,964	23,191	9,520	7.5%	18.8%	21,150	5.6%	4.0x	2.3x	2.3x	2.3x	12.7x	12.8x	12.5x

Glossary

CAGR: Compound annual growth rate

EBITDA: Earnings before interest, taxes, depreciation and amortization. EBITDA does not reflect adjustments for extraordinary items.

Enterprise Value: Market capitalization + total debt + preferred equity + minority interest – cash and short-term investments

TTM: Last 12 months

Source: S&P Global Market Intelligence as of October 15, 2020. Companies selected based on being most representative of their specific industry group.

Public Company Trading Statistics

(USD in millions, except per share data)

Company	HQ	15-Oct-20 Stock Price	% of 52-Wk High	Market Cap.	Enterprise Value	Operating Metrics (TTM)						Enterprise Value as a Multiple of					
						Revenue	Revenue CAGR, 5-Yr.	EBITDA Margin	Assets	Ret. on Assets	Net Debt/ EBITDA	Revenue			EBITDA		
												TTM	2020E	2021E	TTM	2020E	2021E
Dairy																	
Saputo Inc.	CA	26.57	84%	10,880	13,843	10,782	6.7%	9.9%	10,005	4.8%	2.8x	1.3x	1.2x	1.2x	12.9x	11.9x	10.8x
Lifeway Foods, Inc.	U.S.	5.46	61%	85	84	96	-4.3%	4.4%	57	0.2%	NA	0.9x	NA	NA	19.8x	NA	NA
Median			73%	5,483	6,963	5,439	1.2%	7.2%	5,031	2.5%	2.8x	1.1x	1.2x	1.2x	16.4x	11.9x	10.8x
Mean			73%	5,483	6,963	5,439	1.2%	7.2%	5,031	2.5%	2.8x	1.1x	1.2x	1.2x	16.4x	11.9x	10.8x
Ingredients																	
Archer-Daniels-Midland Company	U.S.	49.94	100%	27,749	36,943	64,306	-2.7%	5.6%	44,341	2.5%	3.4x	0.6x	0.6x	0.6x	10.3x	11.4x	10.4x
McCormick & Company, Incorporated	U.S.	199.15	94%	26,569	30,668	5,528	5.3%	23.1%	10,861	6.1%	3.4x	5.5x	5.4x	5.4x	24.0x	25.4x	24.6x
International Flavors & Fragrances Inc.	U.S.	116.01	81%	12,405	16,386	5,097	10.7%	21.2%	12,989	3.6%	3.6x	3.2x	3.2x	3.1x	15.1x	15.5x	14.2x
Bunge Limited	U.S.	54.21	93%	7,570	14,935	39,741	-3.9%	6.6%	18,559	4.0%	3.6x	0.4x	0.4x	0.4x	5.7x	10.9x	9.9x
Ingredion Incorporated	U.S.	79.23	80%	5,307	7,045	6,015	1.4%	15.6%	6,611	6.4%	2.0x	1.2x	1.2x	1.1x	7.5x	8.5x	7.8x
Balchem Corporation	U.S.	104.36	92%	3,376	3,524	673	2.2%	23.4%	1,151	5.9%	1.0x	5.2x	5.1x	4.8x	22.4x	20.9x	19.4x
Sensient Technologies Corporation	U.S.	63.38	95%	2,685	3,220	1,316	-0.9%	14.3%	1,714	4.9%	2.8x	2.4x	2.5x	2.6x	17.1x	15.1x	14.1x
Median			93%	7,570	14,935	5,528	1.4%	15.6%	10,861	4.9%	3.4x	2.4x	2.5x	2.6x	15.1x	15.1x	14.1x
Mean			90%	12,237	16,103	17,525	1.7%	15.7%	13,747	4.8%	2.8x	2.7x	2.6x	2.5x	14.6x	15.4x	14.3x
Produce																	
Lamb Weston Holdings, Inc.	U.S.	73.24	76%	10,718	12,748	3,675	NA	23.0%	4,273	10.0%	2.6x	3.5x	3.6x	3.3x	15.1x	16.2x	14.5x
Fresh Del Monte Produce Inc.	U.S.	24.84	66%	1,176	1,958	4,306	1.7%	6.1%	3,294	1.1%	4.5x	0.5x	0.4x	0.4x	7.5x	10.4x	8.7x
Calavo Growers, Inc.	U.S.	69.28	73%	1,223	1,319	1,117	5.6%	5.1%	437	5.2%	1.9x	1.2x	1.2x	1.1x	23.3x	22.6x	15.0x
Lassonde Industries Inc.	CA	112.52	84%	780	1,069	1,332	6.2%	10.1%	1,094	5.6%	1.8x	0.8x	0.7x	0.7x	7.9x	6.8x	7.0x
Mission Produce, Inc.	U.S.	13.15	87%	912	1,063	887	NA	11.2%	698	NA	1.6x	1.2x	NA	NA	10.7x	NA	NA
Rogers Sugar Inc.	CA	3.88	93%	402	676	600	9.3%	10.9%	642	4.7%	4.2x	1.1x	1.1x	1.1x	10.4x	10.5x	9.1x
Seneca Foods Corporation	U.S.	41.94	87%	382	597	1,359	1.3%	10.8%	883	6.4%	1.9x	0.4x	NA	NA	4.1x	NA	NA
Landec Corporation	U.S.	10.36	86%	303	506	587	1.7%	2.9%	506	-0.9%	20.4x	0.9x	0.9x	0.9x	30.0x	14.7x	11.4x
Median			85%	846	1,066	1,225	3.7%	10.5%	790	5.2%	2.2x	1.0x	1.0x	1.0x	10.5x	12.6x	10.3x
Mean			82%	1,987	2,492	1,733	4.3%	10.0%	1,478	4.6%	4.9x	1.2x	1.3x	1.3x	13.6x	13.5x	11.0x

Source: S&P Global Market Intelligence as of October 15, 2020. Companies selected based on being most representative of their specific industry group; for definitions, refer to page 15.
 *HQ was relocated to Cayman Islands, but the company is still U.S.-based for operational purposes.

Public Company Trading Statistics

(USD in millions, except per share data)

Company	HQ	15-Oct-20 Stock Price	% of 52-Wk High	Market Cap.	Enterprise Value	Operating Metrics (TTM)					Enterprise Value as a Multiple of						
						Revenue	Revenue		EBITDA Margin	Ret. on Assets	Net Debt/ EBITDA	Revenue			EBITDA		
							CAGR, 5-Yr.	Assets				TTM	2020E	2021E	TTM	2020E	2021E
Protein Producers																	
Tyson Foods, Inc.	U.S.	60.49	64%	22,034	33,383	42,609	0.8%	11.8%	34,558	5.9%	2.6x	0.8x	0.8x	0.8x	6.6x	8.3x	7.7x
Hormel Foods Corporation	U.S.	50.47	95%	27,234	26,855	9,690	0.6%	18.3%	9,600	7.9%	NA	2.8x	2.7x	2.7x	15.1x	20.1x	18.7x
Beyond Meat, Inc.	U.S.	184.85	94%	11,543	11,385	401	NA	4.1%	518	0.5%	NA	28.4x	23.7x	15.1x	NA	NM	NM
Pilgrim's Pride Corporation	U.S.	16.60	49%	4,051	6,476	11,740	6.7%	7.3%	7,157	3.5%	3.5x	0.6x	0.5x	0.5x	7.5x	8.7x	6.2x
Seaboard Corporation	U.S.	3,335.00	75%	3,871	4,151	6,966	2.4%	6.6%	5,873	1.6%	0.9x	0.6x	NA	NA	9.0x	NA	NA
Maple Leaf Foods Inc.	CA	18.93	81%	2,327	2,995	3,036	5.1%	6.4%	2,709	1.7%	3.9x	1.0x	0.9x	0.9x	15.4x	9.7x	8.3x
Sanderson Farms, Inc.	U.S.	129.16	72%	2,873	2,944	3,531	4.1%	14.8%	1,889	-2.1%	0.8x	0.8x	0.8x	0.8x	5.6x	29.0x	11.5x
Cal-Maine Foods, Inc.	U.S.	38.17	82%	1,862	1,671	1,403	-5.2%	7.5%	1,168	2.2%	NA	1.2x	1.2x	1.1x	15.9x	13.5x	9.2x
Clearwater Seafoods Incorporated	CA	5.45	96%	355	710	404	4.2%	17.1%	526	4.6%	5.0x	1.8x	1.8x	1.5x	10.3x	11.0x	8.4x
High Liner Foods Incorporated	CA	7.58	88%	253	594	876	-3.6%	9.1%	778	4.6%	4.4x	0.7x	0.7x	0.7x	7.4x	7.0x	6.9x
Bridgford Foods Corporation	U.S.	18.75	59%	170	188	191	8.0%	5.0%	147	2.4%	1.9x	1.0x	NA	NA	19.6x	NA	NA
Median			81%	2,873	2,995	3,036	3.3%	7.5%	1,889	2.4%	3.0x	1.0x	0.9x	0.9x	9.7x	10.4x	8.3x
Mean			78%	6,961	8,305	7,350	2.3%	9.8%	5,902	3.0%	2.9x	3.6x	3.7x	2.7x	11.3x	13.4x	9.6x
Specialty-Pet																	
Freshpet, Inc.	U.S.	125.12	99%	5,064	4,946	281	22.4%	9.8%	411.86	1.6%	NA	17.6x	5.7x	5.1x	NA	23.1x	17.9x
Central Garden & Pet Company	U.S.	43.02	96%	2,353	2,485	2,560	9.3%	11.2%	2,264	5.3%	1.3x	1.0x	1.0x	0.9x	8.7x	10.6x	10.5x
Median			98%	3,709	3,715	1,421	15.9%	10.5%	1,338	3.5%	1.3x	9.3x	3.3x	3.0x	8.7x	16.9x	14.2x
Mean			98%	3,709	3,715	1,421	15.9%	10.5%	1,338	3.5%	1.3x	9.3x	3.3x	3.0x	8.7x	16.9x	14.2x
Non-Alcoholic Beverages																	
The Coca-Cola Company	U.S.	49.99	83%	214,729	248,958	34,326	-5.6%	35.5%	94,689	6.6%	2.9x	7.3x	7.6x	6.9x	20.4x	23.2x	20.5x
PepsiCo, Inc.	U.S.	141.43	96%	195,450	230,428	68,557	1.3%	18.3%	92,041	7.8%	2.8x	3.4x	3.3x	3.2x	18.4x	17.6x	16.1x
Keurig Dr Pepper Inc.	U.S.	29.44	92%	41,428	56,451	11,281	NA	30.4%	49,026	3.4%	4.5x	5.0x	4.9x	4.7x	16.4x	15.1x	14.0x
Monster Beverage Corporation	U.S.	81.39	93%	42,925	41,776	4,307	10.9%	36.3%	5,194	18.1%	NA	9.7x	9.3x	8.4x	26.7x	25.5x	23.1x
Primo Water Corporation	U.S.	14.06	88%	2,250	3,786	2,442	-1.0%	16.2%	3,654	2.2%	4.5x	1.6x	2.0x	1.8x	9.6x	11.1x	10.2x
National Beverage Corp.	U.S.	82.52	96%	3,848	3,537	1,030	9.4%	21.4%	712	18.6%	NA	3.4x	3.3x	3.2x	16.0x	15.9x	15.5x
Farmer Bros. Co.	U.S.	4.44	26%	77	165	501	-1.7%	4.6%	393	-2.2%	4.9x	0.3x	0.4x	0.3x	7.1x	6.1x	4.6x
Median			92%	41,428	41,776	4,307	0.1%	21.4%	5,194	6.6%	4.5x	3.4x	3.3x	3.2x	16.4x	15.9x	15.5x
Mean			82%	71,530	83,586	17,492	2.2%	23.2%	35,101	7.8%	3.9x	4.4x	4.4x	4.1x	16.4x	16.4x	14.9x
Alcoholic Beverages																	
Constellation Brands, Inc.	U.S.	181.55	87%	34,999	46,833	8,126	5.3%	24.5%	26,463	6.4%	3.7x	5.8x	5.7x	5.7x	23.6x	15.4x	14.6x
Brown-Forman Corporation	U.S.	76.26	91%	36,487	37,027	3,350	1.4%	35.6%	6,191	12.1%	1.5x	11.1x	10.9x	10.3x	31.0x	30.7x	28.5x
Molson Coors Beverage Company	U.S.	35.57	57%	7,707	16,367	9,934	20.9%	23.4%	28,639	2.9%	3.7x	1.6x	1.7x	1.6x	7.0x	7.9x	7.7x
The Boston Beer Company, Inc.	U.S.	947.21	96%	11,457	11,447	1,462	9.3%	18.4%	1,208	12.1%	NA	7.8x	6.8x	5.2x	NA	NA	29.0x
Median			89%	23,228	26,697	5,738	7.3%	23.9%	16,327	9.3%	3.7x	6.8x	6.3x	5.4x	23.6x	15.4x	21.5x
Mean			83%	22,663	27,919	5,718	9.2%	25.5%	15,625	8.4%	3.0x	6.6x	6.3x	5.7x	20.5x	18.0x	19.9x

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¹ Source: Thomson Financial Securities Data (U.S. deals USD 15M < USD 170M, including deals without a disclosed value). Full years 2010 through 2019

² Source: Published in *Thomson Reuters' Mergers & Acquisitions Review* - Full Year 2015, 2016, 2017, 2018 and 2019

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<p>Sell Side Advisor </p>  <p>has been acquired by CANADA BREAD</p>	<p>Sell Side Advisor </p>  <p>has been acquired by US FOODS</p>	<p>Financial Advisor </p>  <p>has secured senior debt financing from a consortium of lenders</p>	<p>Sell Side Advisor </p>  <p>has been acquired by bond bakery brands</p>	<p>Sell Side Advisor </p>  <p>has been acquired by SPC SWANDER PACE CAPITAL</p>
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