



DUFF & PHELPS

Protect, Restore and Maximize Value

Food and Beverage M&A Landscape

Fall 2019



M&A Market Overview

Merger & Acquisition (M&A) deal activity in the U.S. and Canadian food and beverage industry remains strong, with 299 deals closing in the last 12 months (LTM) through September 30, 2019.

The market witnessed several major transactions through Q2 and Q3 2019, including the acquisition of Quest Nutrition LLC for \$1.0 billion by Atkins Nutritionals Holdings, which was announced on August 21, 2019, and the acquisition of Arnott's Biscuits Holdings and related business of Campbell Soup Company by KKR & Co. Inc., which was announced on August 2, 2019, with a transaction value of \$2.2 billion.

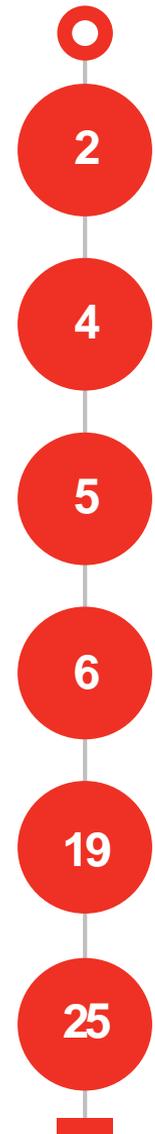
M&A activity in the food and beverage sector is still predominately driven by strategic buyers (including companies primarily owned by private equity investors), with strategic transactions representing 88% of total deal value over the LTM. Of the 299 deals closed in the LTM, 209 (70%) were completed by privately owned buyers.

Overall deal volume in the LTM through September 30, 2019 increased 5.7% relative to the same period last year.

The beverage sector continues to be an active space for M&A, with 52 transactions completed by alcoholic beverage companies and 31 deals completed by non-alcoholic players in the LTM. Transactions in the alcoholic beverage sector are predominantly focused on small, private craft brewers, with the occasional larger transaction, such as the acquisitions of Castle Brands Inc. and Off-Centered Way LLC. The strong activity in the non-alcoholic beverage sector is supported by tailwinds from hemp-/CBD-infused beverages. The agricultural sector has seen strong deal flow as well, with 35 transactions closing over the LTM, representing a diverse and fragmented base of fruit and vegetable farms, orchards, herbs, pulses and many others.

Sources: Capital IQ as of September 30, 2019.
Note: M&A deal count is defined by a list of subsectors viewed as the best representation of the industry.

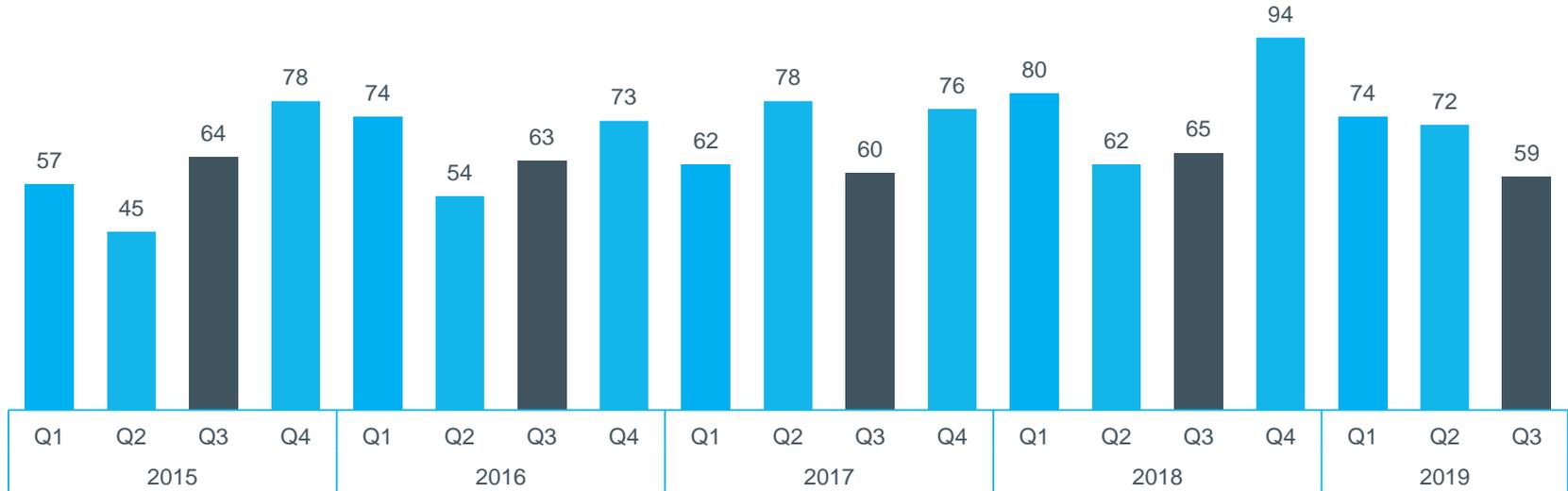
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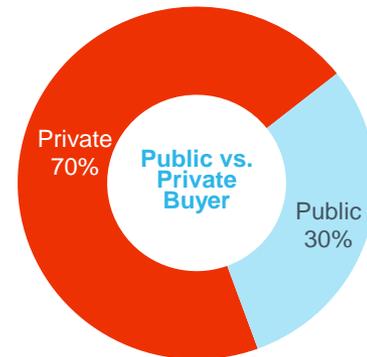
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M&A Market Overview, Continued

Number of Closed Deals (as of September 30, 2019)



By Number of Closed Deals (LTM as of September 30, 2019)



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.

Select Recent U.S. Transactions¹

Pernod Ricard SA acquired Castle Brands Inc.



On October 9, 2019 (previously announced in August), Pernod Ricard SA acquired Castle Brands Inc. for \$276 million. Alexandre Ricard, Chairman and CEO of Pernod Ricard, stated, "Through this acquisition we welcome this great brand portfolio, in particular, Jefferson's bourbon whiskey, to the Pernod Ricard family. Bourbon is a key category in the U.S., which is our single most important market."

The Hershey Company acquired ONE Brands LLC



On September 23, 2019, The Hershey Company closed the acquisition of ONE Brands LLC for \$397 million. "As the nutrition bar category continues to grow, ONE offers a compelling brand proposition with great-tasting unique flavors, low sugar and high protein," said Mary Beth West, Chief Growth Officer of The Hershey Company.

Atkins Nutritionals Holdings to acquire Quest Nutrition LLC



On August 21, 2019, Simply Good Foods, parent of Atkins Nutritionals, announced the acquisition of Quest Nutrition for \$1.0 billion. "The acquisition of Quest strengthens Simply Good Foods' position within the nutritional snacking category by expanding our portfolio of brands and product offerings while also providing us with greater consumer and channel diversification," said CEO Joseph Scalzo.

KKR & Co. Inc. to acquire Arnott's Biscuits Holdings and related business of Campbell Soup Company



On August 2, 2019, KKR announced the acquisition of Arnott's Biscuits for \$2.2 billion. "This was a thorough and complex process in which we considered many options," Campbell Chief Executive Officer Mark Clouse said. "By applying almost \$3 billion of divestiture net proceeds to reduce debt, Campbell's balance sheet will be stronger and capable of supporting our plan to grow our focused and differentiated portfolio."

Ferrero International S.A. to acquire cookies and fruit snacks business of Kellogg Company



On July 29, 2019, Ferrero International S.A. closed the acquisition of the cookies and fruit snacks business of Kellogg Company for \$1.3 billion. "This divestiture is yet another action we have taken to reshape and focus our portfolio, which will lead to reduced complexity, more targeted investment and better growth," said Steven A. Cahillane, Chairman and CEO of Kellogg.

Butterfly Enterprises LLC acquired Wm. Bolthouse Farms Inc.



On June 17, 2019, Butterfly closed the acquisition of Wm. Bolthouse Farms Inc. for \$510 million. Butterfly operating partner and new Bolthouse CEO Jeff Dunn said, "Bolthouse Farms holds a special place in the produce industry, and my team and I are deeply committed to strengthening and broadening Bolthouse Farms' unique legacy. We can't wait to get started."

¹ Deals closed over the past six months, at a value of over \$250 million. Excludes bankruptcy sales. Sources: S&P Global Market Intelligence, Mergermarket, company press releases and various news sources (e.g., Newswire, PR Newswire, GlobeNewswire).

Select Recent Canadian Transactions¹

Fresh Direct Produce LLC acquired Emperor Specialty Foods Ltd.



On July 18, 2019, Fresh Direct Produce LLC, a portfolio company of the private equity firm Hammond, Kennedy, Whitney & Company Inc., acquired Emperor Specialty Foods Ltd., an importer and distributor of fresh produce. “With a talented management team and range of complementary products, we are confident Emperor will prove an important addition to Fresh Direct Produce, and play a critical role in our value-driven growth plan,” said Davis Yung, President, CEO and co-founder of Fresh Direct Produce.

Parmalat Canada Inc. acquired cheese business of Kraft Canada Inc. Natural Cheese Business

On July 2, 2019, Parmalat Canada closed the acquisition of the Canadian Natural Cheese business of Kraft Canada for \$1.2 billion. The deal includes the cheese brands Cracker Barrel, P’tit Quebec and Amooza, and Kraft’s Ingleside, Ontario, processing plant. Mark Taylor, Parmalat CEO and President, said, “We are excited to work closely with the community and our stakeholders to ensure we can grow sustainably and help Canada’s natural cheese business thrive.”

International Flavors & Fragrances Inc. completes acquisition of Wiberg Corporation Inc.

On June 3, 2019, International Flavors & Fragrances Inc. (IFF) acquired the remaining 50% of Wiberg Corporation Inc. In regard to IFF’s M&A activity, CEO Andreas Fibig said, “We believe that we now have a real great base to grow the business. Diversified product portfolio, a lot of categories we didn’t have before, but they are very close to our core, which help us to grow the business faster.”

Zurban Beverages Inc. acquired Kiju brand of Nothing But Nature Inc.

On May 21, 2019, Zurban Beverages Inc. acquired the Kiju brand of Nothing But Nature Inc. for \$5.96 million. Matthew von Teichman, CEO of GreenSpace Brands (Nothing But Nature parent company), said, “This transaction ... establishes a value for the rest of the brands in our portfolio of at least 1x sales, it helps to pay down some debt and it gives us some much-needed additional working capital. The sale of Kiju, although bittersweet for us, is an important milestone in our evolution as a company.”

Charoen Pokphand Foods to acquire HyLife Ltd.

On April 22, 2019, Charoen Pokphand Foods announced the acquisition of HyLife Ltd. for \$373 million. HyLife’s CEO Grant Lazaruk said, “This is a win-win for HyLife, CPF and Manitoba’s agricultural industry. Together, our globally established companies will significantly strengthen our market position.”

AGT Food and Ingredients Inc. acquired by AGT CEO and others

On April 17, 2019, a group of investors led by the company’s President, CEO and founder, Murad Al-Katib, closed the take-private acquisition of AGT Food and Ingredients Inc. “Now, AGT can continue its natural evolution ... innovation aimed at creating a ‘farmgate to plate’ business, without the noise of regulatory and disclosure requirements, short sellers and other challenges facing public companies,” said Al-Katib.

¹ Deals closed over the past six months, selected based on subjectively being representative of recent market activity. Excludes 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

Agricultural:

Fresh produce or other agricultural products

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

Protein Producers:

Meat and seafood producers and distributors

Specialty-Pet:

Pet food producers, distributors and retailers

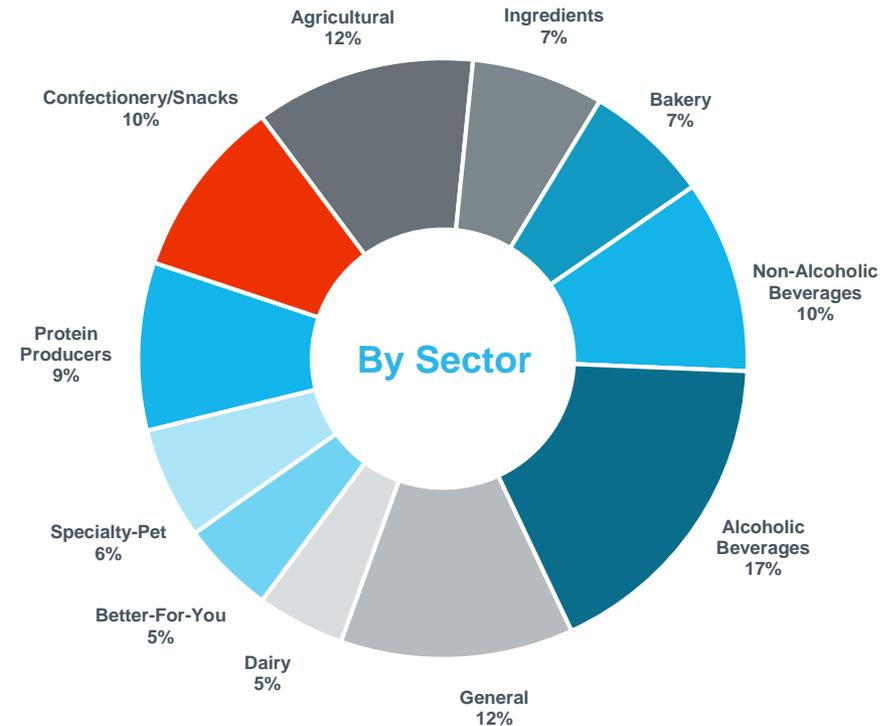
Non-Alcoholic Beverages:

Beverages that do not contain alcohol

Alcoholic Beverages:

Wine, beer and spirits

Deals by Subsector (LTM as of September 30, 2019)



Food

Beverages

Recent North American M&A Activity¹

Bakery

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EV/EBITDA	EBITDA Margin	
8/30/2019	Superior Cake Products Inc.		Superior Cake Products Inc. produces and supplies sweet baked goods.	Sara Lee Frozen Bakery	\$65.0	\$43.0	\$7.0	1.5x	9.3x	16.3%	
5/15/2019	Clabber Girl Corporation		Clabber Girl Corporation manufactures and exports food products for bakeries, restaurants, hospitals and schools.	B&G Foods North America Inc.	\$80.0	-	-	-	-	-	
					Mean	\$72.5	\$43.0	\$7.0	1.5x	9.3x	16.3%
					Median	\$72.5	\$43.0	\$7.0	1.5x	9.3x	16.3%

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Better-For-You

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin
Announced	Quest Nutrition LLC		Quest Nutrition LLC produces and markets protein bars.	Atkins Nutritionals Holdings Inc.	\$1,000.0	-	-	-	-	-
9/23/2019	ONE Brands LLC		ONE Brands LLC produces and markets a line of low-sugar and nutritional snack bars.	The Hershey Company	\$397.0	-	-	-	-	-
9/9/2019	Red Ace LLC		Red Ace LLC produces organic concentrated beetroot shots.	Bhang Corporation	\$2.1	-	-	-	-	-
8/22/2019	HapiFoods Group Inc.		HapiFoods Group Inc. manufactures breakfast cereals.	Natures Hemp Corp.	\$0.2	-	-	-	-	-
8/1/2019	Flagstone Foods Inc./ Linette Quality Chocolates Inc.		Flagstone Foods Inc. manufactures and distributes private-label healthy snacks. Linette Quality Chocolates Inc. manufactures dry-roasted products. Both were subsidiaries of TreeHouse Foods Inc.	Atlas Holdings LLC	\$90.0	-	-	-	-	-

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Better-For-You

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EV/EBITDA	EBITDA Margin	
7/16/2019	Perfect Bar LLC		Perfect Bar LLC produces protein bars.	Mondelez International Inc.	-	\$70.0	-	-	-	-	
4/15/2019	The CytoSport business of Hormel Foods Corporation		The CytoSport business of Hormel Foods Corporation comprises a sports-oriented nutritional products manufacturing business.	PepsiCo Inc.	\$465.0	\$300.0	-	1.6x	-	-	
					Mean	\$325.7	\$185.0	NA	1.6x	NA	NA
					Median	\$243.5	\$185.0	NA	1.6x	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Confectionery/Snacks

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin	
9/19/2019	Tres Ojos Naturals LLC		Tres Ojos Naturals LLC (dba SolDaze) produces cannabis-infused fruit snacks.	TransCanna Holdings Inc.	\$1.0	-	-	-	-	-	
7/31/2019	The fruit business of Paradise Inc.		The fruit business of Paradise Inc. comprises a business unit engaged in the production of candied fruit.	Gray & Company Inc.	\$10.9	-	-	-	-	-	
7/29/2019	The cookies and fruit snacks business of Kellogg Company		The cookies and fruit snacks business of Kellogg Company comprises business that produces cookies and fruit snacks.	Ferrero International S.A.	\$1,300.0	\$900.0	-	1.4x	-	-	
7/25/2019	Raw Chocolate Alchemy LLC		Raw Chocolate Alchemy LLC (dba Lulu's Chocolates) manufactures hemp-oil and CBD chocolates.	Gabriella's Kitchen Inc. (nka Gaby Inc.)	\$1.1	-	-	-	-	-	
6/20/2019	Yuengling's Ice Cream Corp.		Yuengling's Ice Cream Corp. produces and sells ice creams.	Aureus Incorporated	\$2.0	\$0.8	-	2.6x	-	-	
					Mean	\$263.0	\$450.4	NA	2.0x	NA	NA
					Median	\$2.0	\$450.4	NA	2.0x	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

General

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin	
Announced	More Than Gourmet Inc.		More Than Gourmet Inc. produces and distributes sauces.	Ajinomoto Health & Nutrition North America Inc.	\$71.2	\$24.7	-	2.9x	-	-	
Announced	Arnott's Biscuits Holdings, Campbell Hong Kong and related business of Campbell Soup Company		The portfolio being sold includes Arnott's Biscuits, as well as several other Campbell brands in several countries in Asia as well as Australia.	KKR & Co. Inc.	\$2,200.0	-	-	-	6.5x	-	
4/29/2019	Turkey Hill business of The Kroger Co.		The Turkey Hill business of The Kroger Co. comprises iced teas, fruit drinks, milk, frozen dairy treats and ice cream products manufacturing business.	Peak Rock Capital	\$215.0	-	-	-	-	-	
4/25/2019	Garden Fresh Salsa Company Inc.		Garden Fresh Salsa Company Inc. produces and sells refrigerated salsa products.	Aliments Fontaine Santé inc.	\$55.0	\$970.0	-	0.1x	-	-	
					Mean	\$635.3	\$497.3	NA	1.5x	6.5x	NA
					Median	\$143.1	\$497.3	NA	1.5x	6.5x	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

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

Dairy

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EV/EBITDA	EBITDA Margin	
7/2/2019	The Canadian natural cheese business of Kraft Canada Inc.		The Canadian natural cheese business of Kraft Canada Inc. comprises natural cheese brands, such as Cracker Barrel, P'tit Québec and aMOOza!	Parmalat Canada Inc.	\$1,233.8	\$426.5	-	2.9x	-	-	
					Mean	\$1,233.8	\$426.5	NA	2.9x	NA	NA
					Median	\$1,233.8	\$426.5	NA	2.9x	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Protein Producers

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin	
Announced	Modern Meat Inc.		Modern Meat Inc. processes, produces and distributes meat products for retail outlets and institutions.	Navis Resources Corp.	\$2.6	-	-	-	-	-	
6/28/2019	Hain Pure Protein Corporation		Hain Pure Protein Corporation owns and operates poultry processing facilities.	Aterian Investment Partners LLC	\$80.0	-	-	-	-	-	
6/10/2019	Iowa Premium Beef LLC		Iowa Premium Beef LLC offers meat slaughtering and meat product packing services.	Jefferies Financial Group Inc., National Beef Packing Co. LLC and others	\$150.0	\$650.0	-	\$0.2	-	-	
5/3/2019	Hancock Gourmet Lobster Company		Hancock Gourmet Lobster Company produces and sells lobster and seafood products.	Premium Brands Holdings Corporation	-	\$4.0	-	-	-	-	
					Mean	\$77.5	\$327.0	NA	0.2x	NA	NA
					Median	\$80.0	\$327.0	NA	0.2x	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Specialty-Pet

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin
Announced	Pettanicals Pet Treats Inc.		Pettanicals Pet Treats Inc. produces nutritional pet supplement products.	Hemp Technology Inc.	\$0.2	-	-	-	-	-
5/6/2019	Bona Vida Inc.		Bona Vida Inc. develops manufactures, and distributes pet food for dogs and cats.	Sport Endurance Inc. (nka Better Choice Company Inc.)	\$2.3	-	-	-	-	-
5/6/2019	TruPet LLC		TruPet LLC produces and sells anti-aging nutritional food for dogs.	Sport Endurance Inc. (nka Better Choice Company Inc.)	\$5.6	-	-	-	-	-
					Mean	\$2.7	NA	NA	NA	NA
					Median	\$2.3	NA	NA	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Recent North American M&A Activity¹

Non-Alcoholic Beverages

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin
Announced	AQUAhydrate Inc.		AQUAhydrate Inc. produces alkalized water.	The Alkaline Water Company Inc.	\$50.8	\$15.0	-	\$3.4	-	-
Announced	TeaLief Brand LLC		TeaLief Brand LLC produces cannabinoids-infused teas.	NewLeaf Brands Inc.	\$3.0	-	-	-	-	-
9/18/2019	Cameron's Coffee and Distribution Company		Cameron's Coffee and Distribution Company produces and supplies coffee and tea.	Grupo Nutresa S. A.	\$113.0	\$72.0	-	\$1.6	-	-
8/12/2019	Berkshire Mountain Spring Water Dist. Co. Inc.		Berkshire Mountain Spring Water Dist. Co. Inc. owns and operates a water bottling plant.	Berkshire Springs Holding Co. LLC	\$2.1	-	-	-	-	-
6/17/2019	Wm. Bolthouse Farms Inc.		Wm. Bolthouse Farms Inc. produces fresh produce and beverages.	Butterfly Enterprises LLC	\$510.0	-	-	-	-	-

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

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

Non-Alcoholic Beverages

(USD in millions)

Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EV/EBITDA	EBITDA Margin	
5/17/2019	The business relating to the Kiju brand of Nothing But Nature Inc.		The Kiju brand produces organic juice and iced tea.	Zurban Beverages Inc.	\$6.0	-	-	-	-	-	
					Mean	\$114.1	\$43.5	NA	2.5x	NA	NA
					Median	\$28.4	\$43.5	NA	2.5x	NA	NA

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

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

Alcoholic Beverages

(USD in millions)

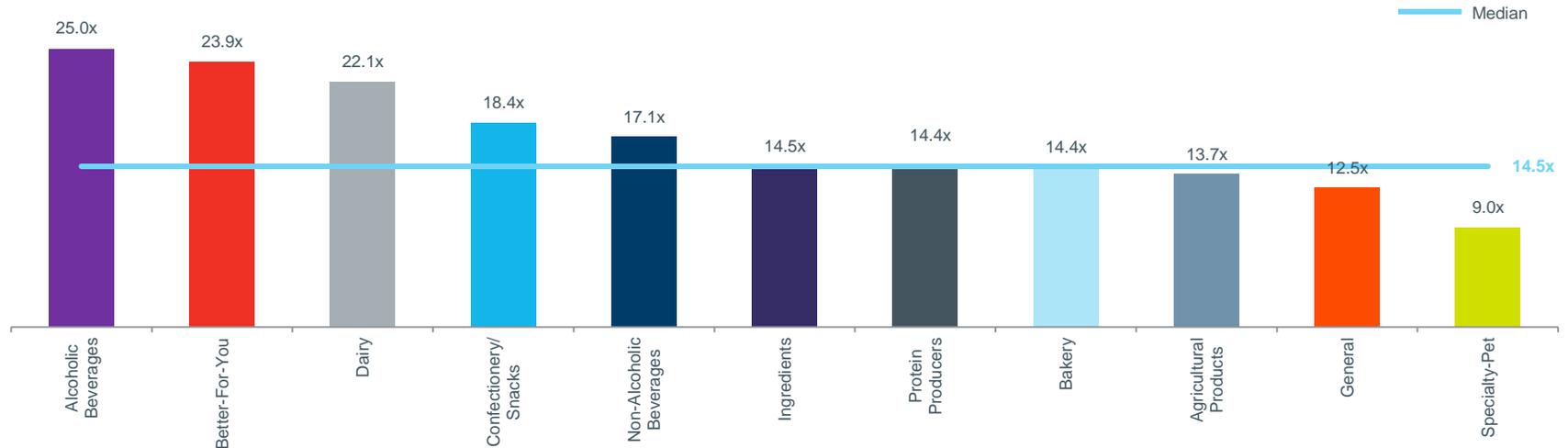
Date Closed	Target	Target Location	Target Business Description	Acquirer	Enterprise Value	LTM Revenue	LTM EBITDA	EV/Revenue	EBITDA	EBITDA Margin	
Announced*	Castle Brands Inc.		Castle Brands Inc., together with its subsidiaries, develops, markets, imports and sells alcoholic and non-alcoholic beverage products in the U.S., Canada, Europe and Asia.	Pernod Ricard SA	\$276.1	\$89.0	\$4.5	3.10x	NM	0.1x	
7/3/2019	Off-Centered Way LLC		Off-Centered Way LLC engages in the production of beers.	The Boston Beer Company Inc.	\$152.0	\$106.7	\$22.1	1.42x	6.9x	0.2x	
4/26/2019	Portfolio of wine and spirits brands and six winemaking facilities of Constellation Brands Inc.		The acquired portfolio comprises winemaking facilities in California, Washington, and New York as well as 30 wine and spirits brands.	E. & J. Gallo Winery	\$1,700.0	-	-	-	-	-	
					Mean	\$709.4	\$97.8	\$13.3	2.3x	6.9x	12.9%
					Median	\$276.1	\$97.8	\$13.3	2.3x	6.9x	12.9%

* The Pernod Ricard SA acquisition of Castle Brands Inc. closed on 10/9/2019

¹ Includes majority acquisitions and mergers with disclosed financial details. Excludes bankruptcy sales. Source: S&P Global Market Intelligence as of September 30, 2019.

Public Company Trading Multiples

EV/LTM EBITDA Median Multiples by Subsector as of September 30, 2019



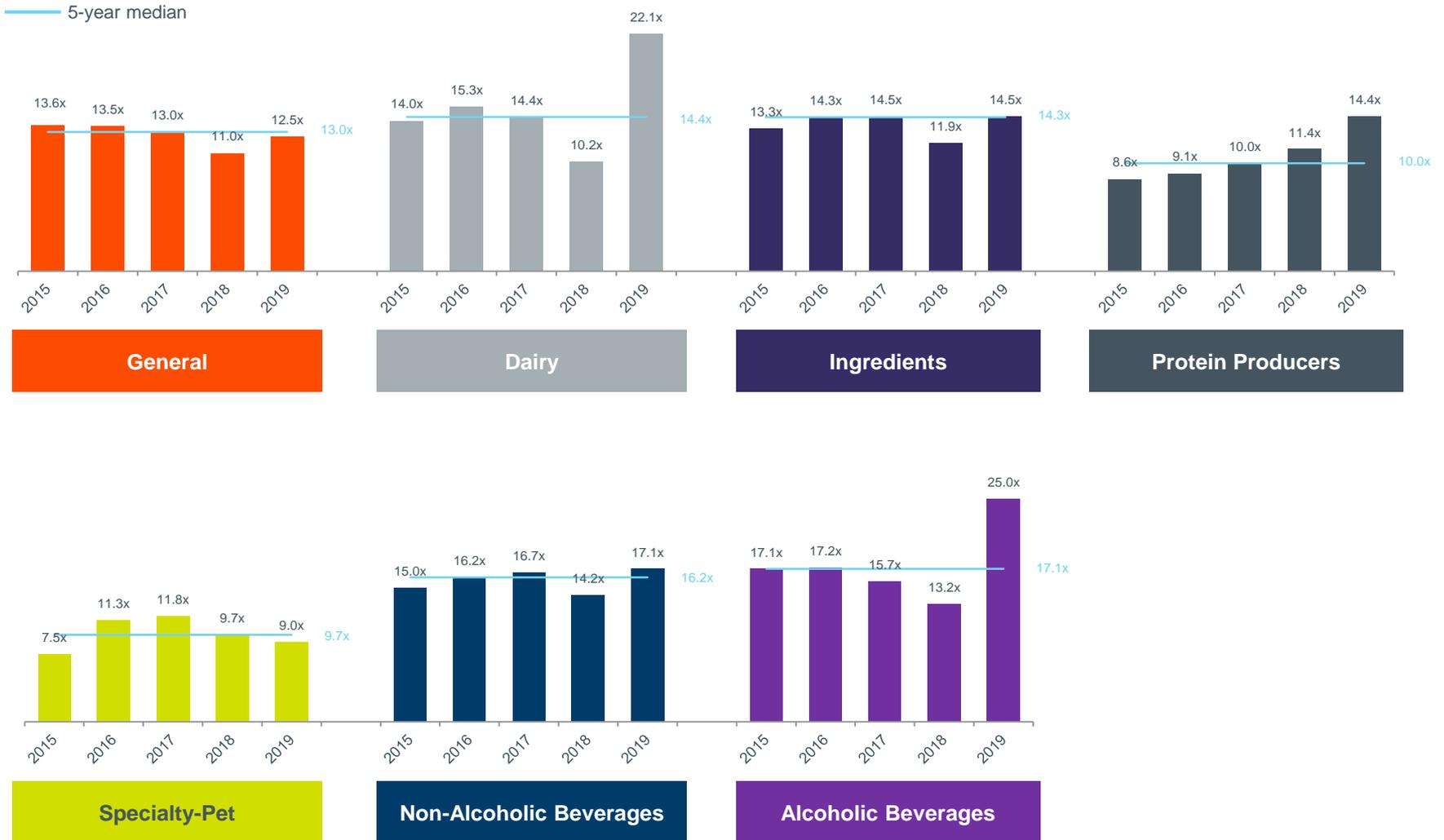
EV/LTM EBITDA Median Multiples – Food and Beverage Subsectors as of September 30, 2019



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. LTM = last 12 months. Source: S&P Global Market Intelligence

Public Company Trading Multiples

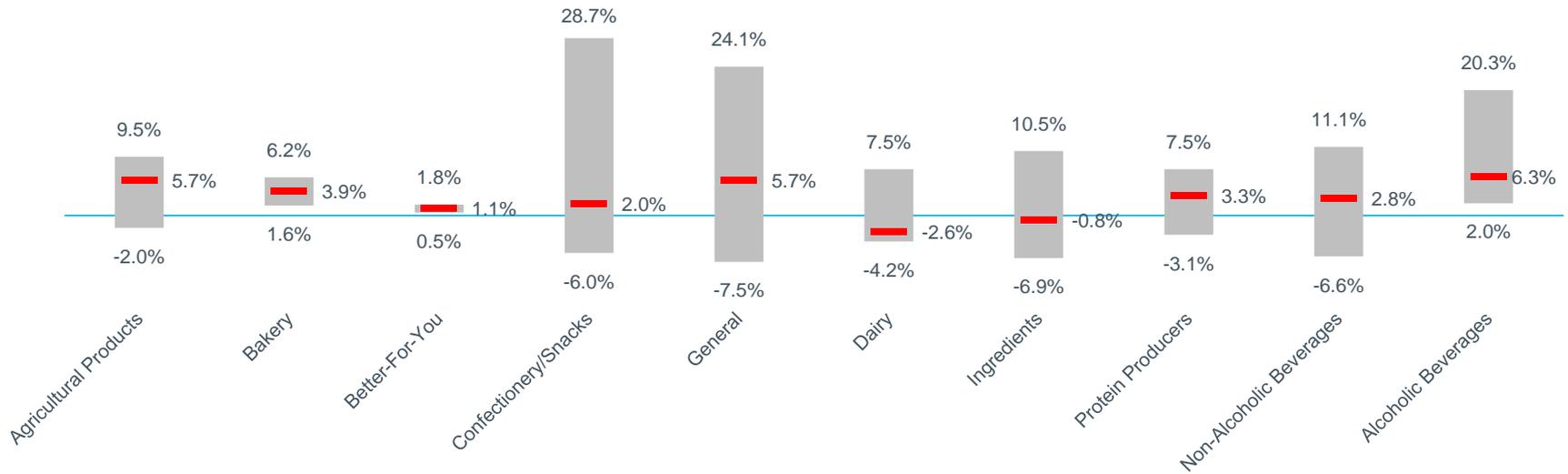
EV/LTM EBITDA Median Multiples – Food and Beverage Subsectors as of September 30, 2019



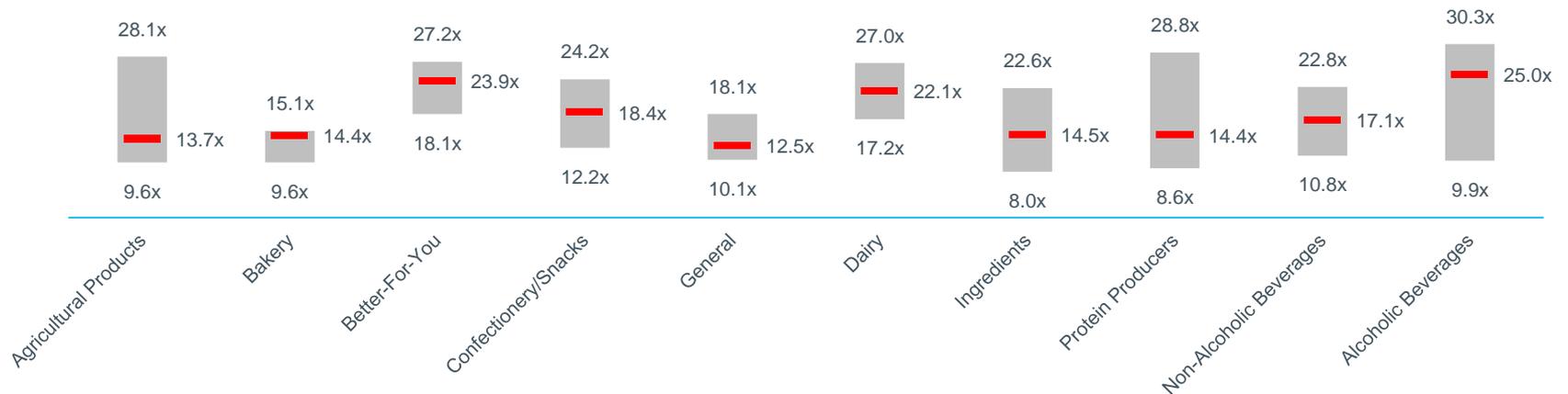
Note: Sector constituents based on selected comparable companies; certain periods exclude outliers based on Duff & Phelps analysis; EBITDA does not reflect adjustments for extraordinary items. EV = Enterprise Value = Market Capitalization + Total Debt + Preferred Equity – Cash and Short-Term Investments. LTM = 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 September 30, 2019)*



Enterprise Value/LTM EBITDA (by Sector)¹ – Range and Median (as of September 30, 2019)*



*Specialty-Pet companies were excluded due to insufficient data.

¹The values above represent high, median and low data points for each category as of September 30, 2019.

Source: S&P Global Market Intelligence

Public Company Trading Statistics

(USD in millions, except per share data)

Company	HQ	30-Sep-19 Stock Price	% of 52-Wk High	Market Cap.	Enterprise Value	Operating Metrics (LTM)						Enterprise Value as a Multiple of																					
						Revenue	Revenue CAGR, 5-Yr.	EBITDA Margin	Assets	Ret. on Assets	Net Debt/EBITDA	Revenue			EBITDA																		
												LTM	2019E	2020E	LTM	2019E	2020E																
Agricultural Products																																	
Lamb Weston Holdings Inc.	U.S.	\$ 72.72	87%	\$ 10,622	\$ 12,908	\$ 3,831	NA	23.5%	\$ 3,223	14.1%	2.8x	3.4x	3.2x	3.1x	14.4x	13.2x	12.9x																
Fresh Del Monte Produce Inc.	U.S.*	34.11	88%	1,649	2,536	4,509	3.2%	4.3%	3,419	1.7%	4.2x	0.6x	0.5x	0.5x	13.1x	10.9x	9.9x																
Calavo Growers Inc.	U.S.	95.18	94%	1,675	1,678	1,184	8.9%	5.0%	413	10.6%	0.0x	1.4x	1.4x	1.3x	28.1x	19.3x	17.6x																
Lassonde Industries Inc.	CA	137.05	75%	950	1,255	1,276	9.5%	9.7%	1,001	5.1%	2.2x	1.0x	1.0x	1.0x	10.2x	9.6x	9.1x																
Rogers Sugar Inc.	CA	4.07	87%	427	693	610	8.2%	11.8%	693	5.2%	3.7x	1.1x	1.2x	1.1x	9.6x	10.1x	9.1x																
Seneca Foods Corporation	U.S.	31.18	87%	290	645	1,220	-2.0%	-0.2%	925	-1.9%	NA	0.5x	NA	NA	NA	NA	NA																
Landec Corporation	U.S.	10.87	70%	317	469	572	2.7%	3.3%	546	0.4%	10.5x	0.8x	0.8x	0.7x	24.9x	13.0x	10.8x																
Median			87%	\$ 950	\$ 1,255	\$ 1,220	5.7%	5.0%	\$ 925	5.1%	3.3x	1.0x	1.1x	1.0x	13.7x	11.9x	10.3x																
Mean			84%	2,276	2,883	1,886	5.1%	8.2%	1,460	5.0%	3.9x	1.3x	1.3x	1.3x	16.7x	12.7x	11.6x																
Bakery																																	
George Weston Limited	CA	\$ 84.19	98%	\$ 12,923	\$ 32,332	\$ 36,875	6.2%	9.1%	\$ 35,096	4.2%	4.3x	0.9x	0.9x	0.8x	9.6x	8.0x	7.6x																
Flowers Foods Inc.	U.S.	23.13	95%	4,892	6,191	4,044	1.6%	10.1%	3,220	5.8%	3.2x	1.5x	1.5x	1.5x	15.1x	14.3x	13.8x																
Hostess Brands Inc.	U.S.	13.99	94%	1,529	2,569	890	NA	20.1%	3,069	2.9%	4.5x	2.9x	2.9x	2.9x	14.4x	12.6x	11.6x																
Median			95%	\$ 4,892	\$ 6,191	\$ 4,044	3.9%	10.1%	\$ 3,220	4.2%	4.3x	1.5x	1.5x	1.5x	14.4x	12.6x	11.6x																
Mean			96%	6,448	13,697	13,936	3.9%	13.1%	13,795	4.3%	4.0x	1.8x	1.7x	1.7x	13.1x	11.6x	11.0x																
Better-For-You																																	
The Hain Celestial Group Inc.	U.S.	\$ 21.48	78%	\$ 2,244	\$ 2,838	\$ 2,302	1.8%	6.8%	\$ 2,583	2.3%	3.8x	1.2x	1.4x	1.4x	18.1x	15.8x	14.4x																
The Simply Good Foods Company	U.S.	28.99	93%	2,760	2,316	492	NA	17.3%	1,125	4.7%	NA	4.7x	4.5x	4.2x	27.2x	24.0x	21.8x																
SunOpta Inc.	CA	1.83	24%	161	806	1,227	0.5%	2.7%	972	0.0%	16.9x	0.7x	0.7x	0.6x	23.9x	21.1x	15.5x																
Median			78%	\$ 2,244	\$ 2,316	\$ 1,227	1.1%	6.8%	\$ 1,125	2.3%	10.3x	1.2x	1.4x	1.4x	23.9x	21.1x	15.5x																
Mean			65%	1,722	1,987	1,341	1.1%	9.0%	1,560	2.3%	10.3x	2.2x	2.2x	2.1x	23.0x	20.3x	17.2x																
Confectionery/Snacks																																	
Mondelez International Inc.	U.S.	\$ 55.32	98%	\$ 79,780	\$ 98,974	\$ 25,661	-6.0%	20.6%	\$ 63,573	3.9%	3.9x	3.9x	3.8x	3.7x	18.7x	18.9x	18.0x																
The Hershey Company	U.S.	154.99	96%	32,483	36,477	7,851	1.6%	25.6%	7,794	14.2%	2.0x	4.6x	4.6x	4.5x	18.1x	18.3x	17.4x																
Post Holdings Inc.	U.S.	105.84	93%	7,733	14,035	5,868	28.7%	19.6%	11,398	4.2%	5.3x	2.4x	2.5x	2.3x	12.2x	11.8x	11.2x																
J & J Snack Foods Corp.	U.S.	192.00	98%	3,617	3,422	1,175	5.4%	14.0%	996	7.7%	NA	2.9x	2.9x	2.8x	20.8x	20.8x	19.4x																
Tootsie Roll Industries Inc.	U.S.	37.14	91%	2,431	2,259	519	-0.9%	18.0%	949	5.0%	NA	4.4x	NA	NA	24.2x	NA	NA																
John B. Sanfilippo & Son Inc.	U.S.	96.60	97%	1,100	1,127	876	2.4%	8.3%	391	8.6%	0.4x	1.3x	1.2x	1.2x	15.5x	NA	NA																
Median			96%	\$ 5,675	\$ 8,728	\$ 3,522	2.0%	18.8%	\$ 4,395	6.3%	3.0x	3.4x	2.9x	2.8x	18.4x	18.6x	17.7x																
Mean			95%	21,191	26,049	6,992	5.2%	17.7%	14,183	7.3%	2.9x	3.2x	3.0x	2.9x	18.2x	17.5x	16.5x																

Definitions

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

LTM: Last 12 Months

Public Company Trading Statistics

(USD in millions, except per share data)

Company	HQ	30-Sep-19 Stock Price	% of 52-Wk High	Market Cap.	Enterprise Value	Operating Metrics (LTM)						Enterprise Value as a Multiple of					
						Revenue	Revenue CAGR, 5-Yr.	EBITDA Margin	Assets	Ret. on Assets	Net Debt/ EBITDA	Revenue			EBITDA		
												LTM	2019E	2020E	LTM	2019E	2020E
General																	
The Kraft Heinz Company	U.S.	\$ 27.94	48%	\$ 34,080	\$ 64,528	\$ 25,639	18.8%	24.9%	\$ 103,201	3.0%	4.7x	2.5x	2.6x	2.6x	10.1x	10.8x	10.8x
General Mills Inc.	U.S.	55.12	98%	33,314	48,399	16,774	-1.2%	22.2%	30,313	6.2%	3.9x	2.9x	2.8x	2.8x	13.0x	13.5x	13.3x
Kellogg Company	U.S.	64.35	88%	21,920	31,918	13,769	-1.2%	17.2%	18,669	6.3%	4.0x	2.3x	2.4x	2.4x	13.5x	13.9x	13.7x
Conagra Brands Inc.	U.S.	30.68	82%	14,931	25,394	10,095	-7.5%	20.8%	22,355	6.6%	5.3x	2.5x	2.4x	2.4x	12.1x	12.0x	11.5x
Campbell Soup Company	U.S.	46.92	98%	14,132	22,582	8,107	-0.4%	18.3%	13,148	5.0%	5.7x	2.8x	2.8x	2.8x	15.3x	13.4x	13.5x
The J. M. Smucker Company	U.S.	110.02	86%	12,548	18,543	7,714	6.7%	21.0%	16,792	4.3%	3.7x	2.4x	2.4x	2.4x	11.4x	11.0x	10.9x
TreeHouse Foods Inc.	U.S.	55.45	82%	3,116	5,605	5,427	17.0%	8.9%	5,593	3.1%	5.2x	1.0x	1.3x	1.3x	11.6x	11.3x	11.0x
Lancaster Colony Corporation	U.S.	138.65	71%	3,812	3,615	1,308	4.7%	15.9%	905	12.9%	NA	2.8x	2.7x	2.6x	17.3x	16.9x	15.3x
Premium Brands Holdings Corporation	CA	70.35	94%	2,633	3,560	2,600	24.1%	7.6%	2,134	4.7%	4.7x	1.4x	1.3x	1.2x	18.1x	14.2x	12.7x
B&G Foods Inc.	U.S.	18.91	60%	1,236	3,064	1,665	16.0%	17.5%	3,172	4.5%	6.3x	1.8x	1.8x	1.8x	10.5x	9.9x	9.9x
Median			84%	\$ 13,340	\$ 20,563	\$ 7,911	5.7%	17.9%	\$ 14,970	4.9%	4.7x	2.5x	2.4x	2.4x	12.5x	12.7x	12.1x
Mean			81%	14,172	22,721	9,310	7.7%	17.4%	21,628	5.7%	4.8x	2.2x	2.2x	2.2x	13.3x	12.7x	12.3x
Dairy																	
Saputo Inc.	CA	\$ 30.76	88%	\$ 12,540	\$ 16,141	\$ 10,628	7.5%	8.8%	\$ 9,643	5.2%	3.9x	1.5x	1.4x	1.4x	17.2x	14.0x	12.6x
Dean Foods Company	U.S.	1.16	14%	107	1,400	7,462	-4.2%	-0.2%	2,322	-4.6%	NA	0.2x	0.2x	0.2x	NM	25.0x	10.3x
Lifeway Foods Inc.	U.S.	2.19	46%	35	37	95	-2.6%	1.4%	58	-2.0%	1.9x	0.4x	NA	NA	NA	NA	NA
Median			46%	\$ 107	\$ 1,400	\$ 7,462	-2.6%	1.4%	\$ 2,322	-2.0%	2.9x	0.4x	0.8x	0.8x	17.2x	19.5x	11.5x
Mean			49%	4,227	5,860	6,062	0.2%	3.4%	4,008	-0.5%	2.9x	0.7x	0.8x	0.8x	17.2x	19.5x	11.5x
Ingredients																	
Archer Daniels Midland Company	U.S.	\$ 41.07	79%	\$ 22,875	\$ 32,414	\$ 63,348	-6.3%	4.7%	\$ 42,616	2.4%	3.7x	0.5x	0.5x	0.5x	10.8x	10.5x	9.1x
McCormick & Company Incorporated	U.S.	156.30	91%	20,774	25,252	5,437	5.1%	21.5%	10,366	6.0%	4.0x	4.6x	4.7x	4.6x	21.6x	22.1x	21.0x
International Flavors & Fragrances Inc.	U.S.	122.69	80%	13,100	17,627	4,716	9.3%	21.8%	13,348	5.3%	4.3x	3.7x	3.4x	3.3x	17.1x	15.8x	15.1x
Bunge Limited	U.S.	56.62	78%	8,015	15,901	42,989	-6.9%	3.8%	20,424	3.1%	4.0x	0.4x	0.4x	0.4x	9.6x	10.3x	9.6x
Ingredion Incorporated	U.S.	81.74	76%	5,454	7,374	5,730	-0.8%	16.1%	5,998	7.6%	2.1x	1.3x	1.3x	1.3x	8.0x	7.8x	7.5x
Sensient Technologies Corporation	U.S.	68.65	88%	2,905	3,574	1,354	-1.5%	18.3%	1,825	6.6%	2.7x	2.6x	2.6x	2.5x	14.5x	14.4x	13.3x
Balchem Corporation	U.S.	99.19	85%	3,209	3,405	637	10.5%	23.7%	1,098	6.4%	1.3x	5.3x	5.1x	4.6x	22.6x	21.3x	19.4x
Median			80%	\$ 8,015	\$ 15,901	\$ 5,437	-0.8%	18.3%	\$ 10,366	6.0%	3.7x	2.6x	2.6x	2.5x	14.5x	14.4x	13.3x
Mean			82%	10,905	15,078	17,744	1.3%	15.7%	13,668	5.3%	3.1x	2.6x	2.6x	2.4x	14.9x	14.6x	13.6x

About Our Food and Beverage Corporate Finance Practice

Duff & Phelps' Consumer group is among the most active middle-market advisors, providing sell-side, buy-side and capital raising services for clients worldwide. With expertise in consumer, food and beverage, restaurant and retail sectors, our professionals have executed more than 100 industry transactions over the past 10 years.

Proven Execution

100+ Consumer M&A and Capital Raise transactions over the past 10 years

Deep Sector Expertise

*Category focus drives thought leadership and builds **invaluable relationships with buyers and investors** alike*

Customized Approach

*Successful track record of **premium value transactions** driven by **hands-on execution and creativity***

Experienced Team

*More than **30 bankers** dedicated exclusively to the Consumer sector within North America*

Global Platform

*Nearly **3,500 employees** across **70 offices** in **28 countries**, with an extensive presence in North America, Europe and Asia*

#4 Middle-Market M&A Advisor over the past five years²

300+ M&A Transactions over the past five years

#1 Ranked for U.S. and global Fairness Opinions for 2018¹

1,000+ Transaction Opinions for \$2 trillion in deal value since 2005

650+ Private Equity Groups (PEGs) proactively covered by our Financial Sponsors Group

1,730+ PEGs contacted under engagement mandates in 2017

45+ private equity coverage officers across North America

¹ Source: Thomson Financial Securities Data (U.S. deals \$50M < \$150M, including deals without a disclosed value). Full years 2014 through 2018.

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

Selected Duff & Phelps Food and Beverage Experience

<p>Sell Side Advisor</p>  <p>a portfolio company of L CATTERTON has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>PET STORE QUALITY. SUPERMARKET EASY. has acquired</p> 
<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Buy Side Advisor</p>  <p>has acquired</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 
<p>Sell Side Advisor</p>  <p>a portfolio company of LINSALATA CAPITAL PARTNERS has been acquired by</p> 	<p>Buy Side Advisor</p>  <p>has acquired</p> 	<p>Sell Side Advisor</p>  <p>portfolio companies of GRUPO have entered into an agreement to be acquired by</p> 	<p>Sell Side Advisor</p>  <p>has been acquired by</p> 	<p>Sell Side Advisor</p>  <p>a division of BEVERAGE INNOVATIONS has been acquired by</p> 

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