

## FOOD & BEVERAGE 1<sup>ST</sup> QUARTER 2021 REVIEW

### Asset-Light in the Food Industry – Remembering the ‘Snapple Model’

Numerous studies discuss the benefits and drawbacks of an asset-light operating model. All seem to suggest that to embrace such a model, management teams need to perform an almost ruthless review of their entire organization’s capabilities and determine which of those capabilities are core, and thus should remain with the business, and those capabilities which are not core and should be outsourced.

Identifying core capabilities is tantamount to identifying what skills an organization possesses that should give it a competitive advantage, and what skills the organization may possess but are indistinguishable from those same skillsets that their competitors possess, and thus provide no competitive advantage to the organization. In short, these capabilities do not “create value” for the organization or its customers.

The first time I was introduced to the concept of an asset-light business model, I was a first-year MBA student in the early 1990s and we were studying The Snapple Beverage Corporation, who developed the well-known brand of ready-to-drink iced teas. We studied the company, and what became known generally as the “Snapple Model”, because the company had become a nationally recognized beverage brand, outpacing the market leader for RTD iced teas at the time (Lipton) from a modest office on Long Island with only 80 employees, and no manufacturing capability.

In April 1992, on the back of about \$100 million in revenues (more than \$1 million in revenues per employee), the three founders sold control to Thomas H. Lee Company, a New York-based private equity firm, valuing the company at around \$140 million.

TH Lee worked their magic, and in December 1992, they took Snapple public, valuing the company at around \$450 million. About 18 months later, Quaker Oats, at the time struggling to shed its “oatmeal for old people” image and in desperate need of a youthful brand to bolster their stagnating sales, acquired the brand for \$1.7 billion. TH Lee (and the three founders and many other Snapple employees) pocketed more than \$900 million in proceeds from that sale.

In a two-year period, the “Snapple Model” had become the envy of every branded food company and management teams at public and private (including family- and private equity-owned) food companies began to evaluate ways in which they could outsource every conceivable facet of their business except those that mattered the most to creating value: brand management and sales and marketing.

That effort gave rise to a burgeoning industry – contract manufacturing. Originally, contract manufacturers served as the swing production capability for the large food companies, and usually got their start when a large food company sold a fully functional manufacturing plant that no longer fit that company’s long-term manufacturing plan. After the Snapple deal, numerous food companies acknowledged that most consumers give little thought to who manufactured the product but gave all their attention to the value and the message the brand itself represented.

Snapple’s marketing slogan was “Made from the Best Stuff on Earth”, but what most consumers did not realize was the second half of that slogan, which management purposefully left out: “Just not by us.”

Since the early 1990s, contract manufacturing has grown to be a very large force in the food industry and many more food companies are embracing the concept as a viable long-term strategy. Numerous start-up brands rely on contract manufacturers, and numerous contract manufacturers specialize in one or several areas of production, which can vary by food type or packaging technology: dairy, protein, sauces & gravies (as examples of food types), and frozen, aseptic, pouch, can or bottle (as examples of packaging types).

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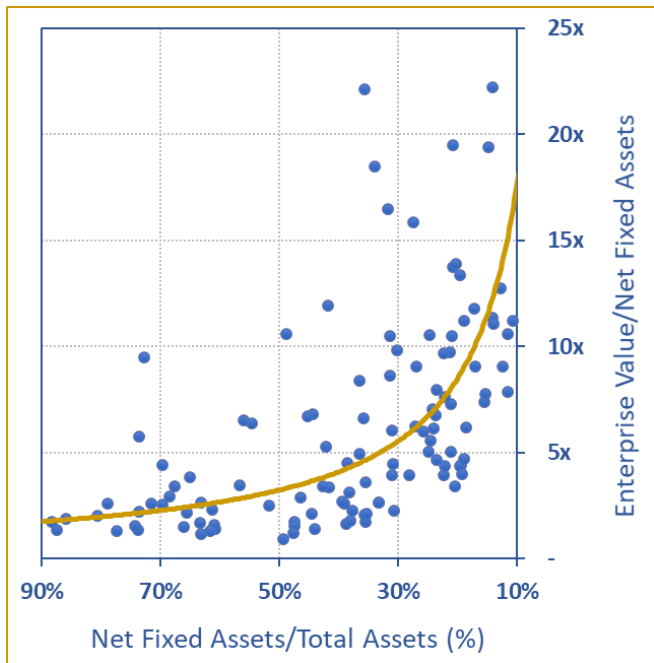
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Asset-Light in the Food Industry – Remembering the ‘Snapple Model’

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Source: Dresner Analysis of S&P Capital IQ data

The increasing desire of food companies to follow an asset-light strategy has resulted in the greater use of third-party manufacturers. To see the impact that an asset-light model has on market valuations, we studied our public companies sample set and plotted each company’s Net Fixed Assets divided by Total Assets against the company’s Enterprise Value divided by its Net Fixed Assets.

As depicted in the graph to the left, the valuation multiple (Enterprise Value divided by Net Fixed Assets) increases non-linearly as a company’s Net Fixed Assets as percent of Total Assets declines, with modest increases in the multiple exhibited when

decreasing from 90% to about 40% and significantly higher increases in the valuation multiple as the percent decreases from 40% to below 20%. In short, this analysis confirms investors are willing to pay increasingly higher multiples for companies that exhibit increasingly higher asset-light strategies. In other words, companies focused less on manufacturing and more on extracting value from their brands are valued higher.

*To discuss your food manufacturing strategy, including the potential sale of your food production assets, please contact:*

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**ABOUT DRESNER PARTNERS**

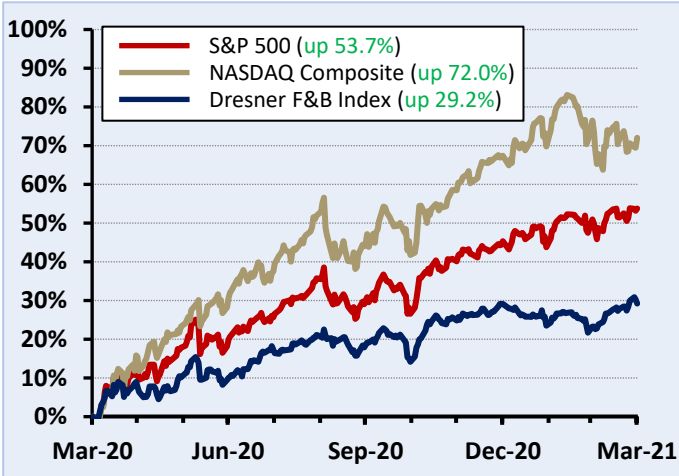
Dresner Partners is a FINRA-registered, middle-market investment bank headquartered in Chicago, Illinois with offices in New York City, Fort Lauderdale, and Palo Alto. For almost 30 years, Dresner Partners has provided financial advisory services to middle market companies throughout the world, including institutional private placements of debt and equity, merger and acquisitions advisory, financial restructuring and corporate turnarounds, valuations and strategic consulting services.

Dresner Partners is also a member of Mergers Alliance, a global organization of leading middle market merger and acquisition advisory firms. As the exclusive US representative in Mergers Alliance, Dresner Partners maintains a well-established network of international offices in more than 25 countries. Thomson Reuters’ 2020 league tables report Mergers Alliance advisers as having completed 70 global transactions, with an aggregate transaction value of more than \$2.0 billion. Our relationships with global legal and accounting firms, and multinational private equity groups are extremely valuable when completing a cross-border transaction. We have people on the ground with first-hand knowledge of the local cultural and business environment.

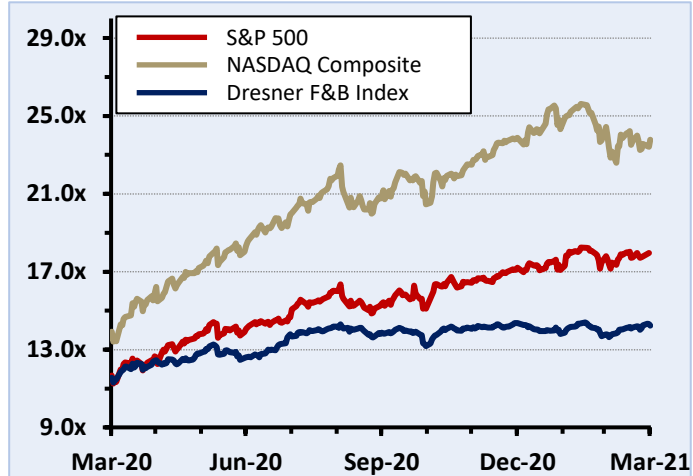


Dresner Partner’s new headquarters at 10 South LaSalle Street, Chicago, Illinois, USA

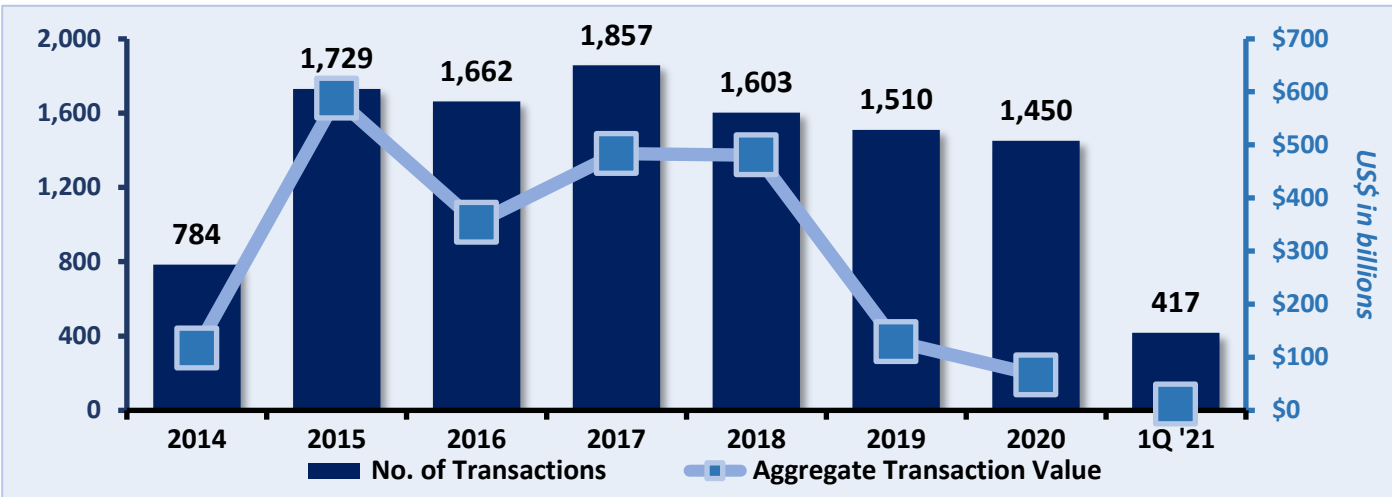
Relative Stock Price Valuation<sup>(1)(2)</sup>



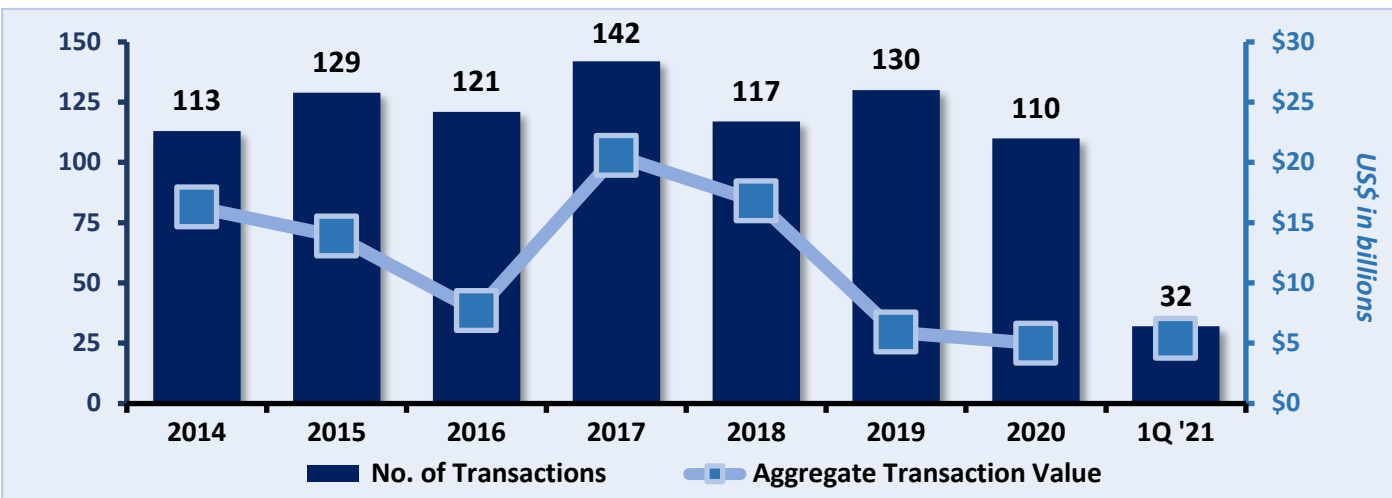
Average Enterprise Value to LTM EBITDA<sup>(1)(2)</sup>



Global Food & Beverage M&A Activity & Volume



Global Food & Beverage Private Equity M&A Activity & Volume



(1) Period: LTM March 31, 2021

(2) Dresner Partners Food & Beverage Index comprises the 127 public companies identified on the following pages



**Food & Beverage M&A Activity – Last Twelve Months**

**Selected Food & Beverage Precedent M&A Transactions**

Date Closed	Target	Buyer	Est. Percent Acquired	Enterprise Value (EV) (\$MM)	Estimated EV /	
					LTM Revenue	LTM EBITDA
Pending	Grubhub Inc. (NYSE:GRUB)	Just Eat Takeaway.com N.V.	100%	\$7,521.0	5.6x	125.9x
Mar-08-2021	Union Distillers	The British Honey Company (NEXX:BHC)	100%	\$13.9	2.2x	-
Mar-05-2021	LYF Edibles	The Valens Company (TSE: VLNS)	100%	\$19.6	-	-
Feb-22-2021	Soufull	Tata Consumer Products (BOM:500800)	100%	\$21.4	-	-
Feb-10-2021	Sprout Foods	Neptune Wellness Solutions (TSE:NEPT)	100%	\$18.0	1.3x	-
Feb-08-2021	C.J. Vitner	Utz Brands, Inc. (NYSE:UTZ)	100%	\$25.0	1.0x	-
Feb-05-2021	Wholesome Sweeteners, Inc.	Whole Earth Brands, Inc. (NasdaqCM:FREE)	100%	\$180.0	-	6.8x
Jan-29-2021	Natural Balance Pet Foods, Inc.	Nexus Capital Management LP	100%	\$50.0	-	-
Jan-29-2021	Dry pasta business of Catelli Foods Corporation	Barilla America, Inc.	100%	\$130.0	1.6x	-
Jan-25-2021	Clearwater Seafoods Incorporated	Premium Brands Holdings Corporation	100%	\$734.2	2.0x	11.0x
Jan-25-2021	Peter Pan peanut butter brand from Conagra	Post Holdings, Inc. (NYSE:POST)	100%	-	-	-
Jan-22-2021	Raw Pressery	Wingreens Farms	100%	\$14.1	-	-
Jan-07-2021	Paul Masson Grande Amber Brandy (Constellation)	Sazerac Company, Inc.	100%	\$265.0	-	-
Jan-05-2021	Wine And Spirits Portfolio Of Constellation Brands, Inc.	E. & J. Gallo Winery, Inc.	100%	\$810.0	-	-
Jan-04-2021	Findus Switzerland	Nomad Foods (NYS: NOMD)	100%	\$133.8	-	-
Jan-04-2021	Hu Master Holdings	Mondelez Intl., Inc. (NasdaqGS:MDLZ)	100%	\$231.0	-	-
Dec-30-2020	FONA International Inc.	McCormick & Company, Inc. (NYSE:MKC)	100%	\$710.0	6.0x	23.0x
Dec-28-2020	CGB Diversified Services, Inc.	Sompo International Holdings Ltd.	100%	\$425.0	-	-
Dec-21-2020	Truitt Bros. Inc.	Baxters Food Group Limited	100%	-	-	-
Dec-17-2020	Ultima Foods Inc.	Lactalis Canada Inc.	100%	-	-	-
Dec-15-2020	Dunkin' Brands Group, Inc.	Inspire Brands	100%	\$11,750.8	9.0x	21.0x
Dec-14-2020	Truco Enterprises, LP	Heron Holding Corp. / Utz Quality Foods, LLC	100%	\$480.0	3.6x	16.0x
Dec-11-2020	US Dry Pasta and Noodles Business of Riviana Foods Inc.	Tree House Foods, Inc. (NYSE:THS)	100%	\$242.5	1.2x	-
Dec-07-2020	No. Amer. take-and-bake assets of Aryzta AG (SWX:ARYN)	Great Kitchens Food Company, Inc.	100%	-	-	-
Dec-02-2020	Nature's Bakery, LLC	KIND LLC	100%	\$400.0	-	14.0x
Dec-01-2020	Crisco® Oils and Shortening Business of The J. M. Smucker	B&G Foods Nor. Amer. / Canada (NYSE:BGS)	100%	\$550.0	-	8.1x
Nov-30-2020	The Cholula Food Company Inc.	McCormick & Company, Inc. (NYSE:MKC)	100%	\$800.0	8.3x	25.0x
Nov-23-2020	Factor75, LLC	HelloFresh SE (XTRA:HFG)	100%	\$277.0	-	-
Nov-10-2020	Swerve, L.L.C.	Whole Earth Brands, Inc. (NasdaqCM:FREE)	100%	\$80.0	-	-
Nov-03-2020	Miller Baking Company	Benestar Brands	100%	-	-	-
Nov-03-2020	Verdient Foods Inc.	Ingredion Incorporated (NYSE:INGR)	100%	-	-	-
Oct-30-2020	Freshly, Inc.	Nestlé USA, Inc.	84%	\$950.0	2.2x	-
Oct-14-2020	J&K Ingredients, Inc.	CORE Industrial Partners LLC	100%	-	-	-
Oct-08-2020	Silva International, Inc.	Universal Corporation (NYSE:UVV)	100%	\$170.0	-	-
Oct-07-2020	System Frugt A/S	Midsona AB (OM:MSON B)	100%	\$33.2	0.5x	8.4x
Sep-30-2020	Craft Brew Alliance, Inc.	Anheuser-Busch Companies, LLC	69%	\$402.3	2.3x	28.1x
Sep-15-2020	Natural Cheese Business of The Kraft Heinz Company	Groupe Lactalis S.A.	100%	\$3,200.0	1.8x	12.0x
Aug-28-2020	Utz Brands Holdings, LLC	Collier Creek Holdings	100%	\$1,560.0	1.8x	15.9x
Aug-25-2020	Tweek AB	Bayn Europe AB (OM:BAYN)	100%	\$4.6	-	-
Jul-21-2020	Borden Dairy Company	Capitol Peak Partners, LLC / KKR	100%	\$340.0	0.3x	10.3x
Jun-30-2020	Hillspring Farms Ltd.	McCain Foods Limited	100%	\$53.5	2.3x	10.4x
Jun-26-2020	Modern Meat, Inc.	Navis Resources Corp. (CNSX:SUV)	99%	\$2.6	-	-
Jun-25-2020	Flavors Holdings Inc. (Merisant and Mafco)	Whole Earth Brands, Inc. (NasdaqCM:FREE)	100%	\$439.0	1.6x	10.5x
Jun-11-2020	North American Buitoni® business of Nestlé USA, Inc.	Buitoni Food Company	100%	\$115.0	0.9x	11.1x
May-02-2020	Assets of Dean Foods Company	Dairy Farmers of America, Inc.	100%	\$433.0	-	-
Apr-24-2020	Rockstar, Inc.	PepsiCo, Inc. (NasdaqGS:PEP)	100%	\$4,700.0	21.4x	71.2x
Apr-06-2020	Facilities and Products of Empire Packing Company, L.P.	JBS USA Food Company, LLC	100%	\$238.0	1.6x	12.3x
Apr-01-2020	Give and Go Prepared Foods Corp.	Mondelez Intl., Inc. (NasdaqGS:MDLZ)	81%	\$1,408.6	2.8x	18.8x

**Note:** Where such data has not been made public, Dresner Partners has estimated revenues and/or EBITDA (using EBITDA margins from specific subsector comparable companies) in order to derive estimated EV/EBITDA multiples for such transactions

<b>Average</b>	<b>3.5x</b>	<b>23.0x</b>
<b>Median</b>	<b>2.0x</b>	<b>13.2x</b>
<b>Maximum</b>	<b>21.4x</b>	<b>125.9x</b>
<b>Minimum</b>	<b>0.3x</b>	<b>6.8x</b>

Sources: S&P Capital IQ as of March 31, 2021; Company SEC Filings; Company Press Releases

*Figures in US\$ millions, except per share prices*

<b>Company Name</b>	<b>Price at 3/31/21</b>	<b>Mkt Cap</b>	<b>Ent Val (EV)</b>	<b>LTM EBITDA</b>	<b>P/E Ratio</b>	<b>EV/ LTM EBITDA</b>
<b>Diversified Processed Foods</b>						
Associated British Foods plc	\$33.27	\$26,283	\$29,269	\$1,716	41.9x	11.4x
B&G Foods, Inc.	\$31.06	\$2,010	\$4,327	\$356	15.2x	11.7x
Campbell Soup Company	\$50.27	\$15,232	\$20,547	\$1,728	19.0x	10.2x
Conagra Brands, Inc.	\$37.60	\$18,371	\$27,920	\$2,530	16.6x	10.9x
General Mills, Inc.	\$61.32	\$37,403	\$49,394	\$4,168	14.9x	11.5x
Kellogg Company	\$63.30	\$21,544	\$29,772	\$2,334	17.4x	12.1x
McCormick & Company, Incorporated	\$89.16	\$23,808	\$29,188	\$1,254	31.4x	22.5x
Nestlé S.A.	\$111.77	\$314,792	\$348,905	\$19,312	24.6x	16.8x
Post Holdings, Inc.	\$105.72	\$6,805	\$13,285	\$1,049	NM	12.5x
SunOpta Inc.	\$14.77	\$1,534	\$1,759	\$45	NM	28.7x
The Hain Celestial Group, Inc.	\$43.60	\$4,356	\$4,698	\$228	222.4x	19.1x
The J. M. Smucker Company	\$126.53	\$13,705	\$18,204	\$1,922	15.0x	9.0x
The Kraft Heinz Company	\$40.00	\$48,925	\$74,800	\$7,154	137.9x	9.0x
The Simply Good Foods Company	\$30.42	\$2,912	\$3,420	\$164	49.6x	20.0x
TreeHouse Foods, Inc.	\$52.24	\$2,921	\$5,047	\$498	60.0x	9.1x
				<b>Mean</b>	51.2x	14.3x
				<b>Median</b>	24.6x	11.7x
<b>Baked Goods</b>						
ARYZTA AG	\$1.12	\$1,106	\$2,102	\$52	NM	21.4x
Flowers Foods, Inc.	\$23.80	\$5,038	\$6,054	\$489	33.1x	10.3x
George Weston Limited	\$88.47	\$13,458	\$32,646	\$3,466	18.7x	8.2x
Grupo Bimbo, S.A.B. de C.V.	\$2.10	\$9,450	\$14,801	\$2,200	21.5x	6.2x
Hostess Brands, Inc.	\$14.34	\$1,873	\$2,840	\$220	28.1x	12.4x
Lancaster Colony Corporation	\$175.36	\$4,831	\$4,633	\$215	36.0x	20.5x
				<b>Mean</b>	27.5x	13.2x
				<b>Median</b>	28.1x	11.3x
<b>Snacks &amp; Confectionery</b>						
Barry Callebaut AG	\$2,266.36	\$12,411	\$13,860	\$688	37.2x	19.0x
J & J Snack Foods Corp.	\$157.03	\$2,980	\$2,755	\$51	NM	39.3x
John B. Sanfilippo & Son, Inc.	\$90.37	\$1,036	\$1,066	\$95	18.5x	11.2x
Mondelez International, Inc.	\$58.53	\$82,651	\$100,142	\$5,947	23.7x	15.3x
Rocky Mountain Chocolate Factory, Inc.	\$5.27	\$32	\$32	(\$1)	NM	NM
The Hershey Company	\$158.16	\$32,765	\$36,446	\$2,099	25.9x	17.0x
Tootsie Roll Industries, Inc.	\$33.13	\$2,163	\$1,963	\$90	38.5x	21.7x
				<b>Mean</b>	28.7x	20.6x
				<b>Median</b>	25.9x	18.0x
<b>Dairy</b>						
Danone S.A.	\$68.66	\$44,588	\$59,047	\$5,404	19.6x	10.7x
Emmi AG	\$1,013.28	\$5,421	\$5,719	\$471	27.1x	13.0x
Glanbia plc	\$14.92	\$4,339	\$5,051	\$290	26.2x	13.6x
Lifeway Foods, Inc.	\$5.40	\$84	\$79	\$8	26.1x	9.2x
Saputo Inc.	\$30.04	\$12,358	\$15,319	\$1,085	25.3x	13.3x
				<b>Mean</b>	24.8x	12.0x
				<b>Median</b>	26.1x	13.0x

Sources: S&amp;P Capital IQ as of March 31, 2021

*Figures in US\$ millions, except per share prices*

<b>Company Name</b>	<b>Price at 3/31/21</b>	<b>Mkt Cap</b>	<b>Ent Val (EV)</b>	<b>LTM EBITDA</b>	<b>P/E Ratio</b>	<b>EV/ LTM EBITDA</b>
<b>Non-Alcoholic Beverages</b>						
A.G. BARR p.l.c.	\$6.76	\$752	\$687	\$58	28.6x	10.8x
DAVIDsTEA Inc.	\$3.76	\$99	\$83	\$6	NM	9.9x
Farmer Bros. Co.	\$10.44	\$186	\$293	\$17	NM	12.5x
Keurig Dr Pepper Inc.	\$34.37	\$48,368	\$62,620	\$3,772	37.0x	17.1x
Lassonde Industries Inc.	\$136.74	\$948	\$1,161	\$165	12.2x	6.8x
Monster Beverage Corporation	\$91.09	\$48,108	\$46,068	\$1,694	34.5x	27.0x
National Beverage Corp.	\$48.91	\$4,563	\$4,446	\$240	26.7x	17.4x
PepsiCo, Inc.	\$141.45	\$195,208	\$231,598	\$12,884	27.6x	17.4x
Primo Water Corporation	\$16.27	\$2,617	\$4,174	\$313	NM	11.2x
Starbucks Corporation	\$109.27	\$128,642	\$148,370	\$3,395	192.5x	26.1x
The Coca-Cola Company	\$52.71	\$227,144	\$262,635	\$11,507	29.4x	20.5x
				<b>Mean</b>	48.6x	16.1x
				<b>Median</b>	29.0x	17.1x
<b>Alcoholic Beverages</b>						
Anheuser-Busch InBev SA/NV	\$63.09	\$124,423	\$213,890	\$15,786	NM	13.6x
Carlsberg A/S	\$153.79	\$23,505	\$27,641	\$2,173	23.7x	12.6x
Constellation Brands, Inc.	\$228.00	\$44,108	\$55,280	\$3,258	22.0x	16.1x
Diageo plc	\$41.18	\$96,282	\$116,120	\$4,869	62.3x	21.5x
Heineken N.V.	\$102.84	\$59,208	\$77,043	\$4,251	NM	17.6x
Kirin Holdings Company, Limited	\$19.17	\$15,983	\$23,293	\$1,923	24.8x	10.7x
Pernod Ricard SA	\$187.85	\$48,997	\$58,747	\$2,806	160.1x	20.8x
Sapporo Holdings Limited	\$20.73	\$1,615	\$3,810	\$265	NM	15.4x
				<b>Mean</b>	58.6x	16.0x
				<b>Median</b>	24.8x	15.8x
<b>Protein Processing</b>						
Cal-Maine Foods, Inc.	\$38.42	\$1,877	\$1,699	\$125	28.0x	13.0x
Hormel Foods Corporation	\$47.78	\$25,808	\$25,346	\$1,340	29.5x	18.3x
JBS S.A.	\$5.36	\$13,452	\$23,688	\$5,322	17.5x	4.6x
Pilgrim's Pride Corporation	\$23.79	\$5,797	\$7,831	\$847	61.7x	8.5x
Sanderson Farms, Inc.	\$155.78	\$3,479	\$3,520	\$260	45.2x	5.0x
Seaboard Corporation	\$3,689.99	\$4,283	\$4,254	\$405	15.1x	7.6x
Tyson Foods, Inc.	\$74.30	\$27,100	\$36,194	\$4,920	13.4x	7.4x
WH Group Limited	\$0.81	\$11,928	\$13,581	\$1,568	14.5x	7.8x
				<b>Mean</b>	28.1x	9.0x
				<b>Median</b>	22.7x	7.7x
<b>Fruit &amp; Vegetable</b>						
Calavo Growers, Inc.	\$77.64	\$1,374	\$1,476	\$54	NM	23.2x
Fresh Del Monte Produce Inc.	\$28.63	\$1,357	\$2,148	\$178	27.8x	8.1x
Lamb Weston Holdings, Inc.	\$77.48	\$11,340	\$13,356	\$656	38.4x	17.0x
Seneca Foods Corporation	\$47.09	\$433	\$594	\$162	3.3x	3.2x
Total Produce plc	\$2.42	\$940	\$1,365	\$108	19.8x	8.4x
				<b>Mean</b>	22.3x	12.0x
				<b>Median</b>	23.8x	8.4x

*Sources: S&P Capital IQ as of March 31, 2021*

*Figures in US\$ millions, except per share prices*

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<b>Ingredients &amp; Flavors</b>						
Givaudan SA	\$3,864.27	\$35,617	\$39,918	\$1,504	45.5x	27.2x
Ingredion Incorporated	\$89.92	\$6,035	\$7,829	\$858	17.5x	8.2x
International Flavors & Fragrances Inc.	\$139.61	\$34,742	\$38,927	\$1,064	43.5x	34.6x
Kerry Group plc	\$125.23	\$22,129	\$24,508	\$1,137	34.1x	21.6x
Sensient Technologies Corporation	\$78.00	\$3,309	\$3,835	\$234	30.1x	16.5x
Symrise AG	\$121.36	\$16,436	\$18,070	\$901	46.5x	20.8x
Tate & Lyle plc	\$10.57	\$4,897	\$5,390	\$597	14.6x	7.5x
				<b>Mean</b>	33.1x	19.5x
				<b>Median</b>	34.1x	20.8x
<b>AgriBusiness</b>						
Archer-Daniels-Midland Company	\$57.00	\$31,835	\$42,272	\$3,329	18.1x	11.2x
Bunge Limited	\$79.27	\$11,173	\$19,820	\$1,847	10.3x	7.4x
CF Industries Holdings, Inc.	\$45.38	\$9,732	\$15,953	\$1,514	30.9x	9.6x
Darling Ingredients Inc.	\$73.58	\$12,005	\$13,643	\$504	41.3x	15.3x
The Andersons, Inc.	\$27.38	\$906	\$2,555	\$200	119.0x	10.9x
The Mosaic Company	\$31.61	\$11,983	\$16,335	\$1,358	18.1x	11.0x
				<b>Mean</b>	39.6x	10.9x
				<b>Median</b>	24.5x	10.9x
<b>Grocery Distribution</b>						
AMCON Distributing Company	\$114.70	\$63	\$121	\$17	7.9x	5.1x
Core-Mark Holding Company, Inc.	\$38.69	\$1,747	\$2,328	\$161	27.8x	10.7x
Performance Food Group Company	\$57.61	\$7,692	\$10,615	\$470	NM	17.6x
SpartanNash Company	\$19.63	\$709	\$1,501	\$218	9.3x	5.4x
United Natural Foods, Inc.	\$32.94	\$1,854	\$5,491	\$742	9.5x	4.7x
				<b>Mean</b>	13.6x	8.7x
				<b>Median</b>	9.4x	5.4x
<b>Food Retail</b>						
Albertsons Companies, Inc.	\$19.07	\$8,878	\$23,168	\$3,868	10.4x	4.4x
Costco Wholesale Corporation	\$352.48	\$156,027	\$157,518	\$8,173	36.0x	18.4x
Ingles Markets, Incorporated	\$61.65	\$1,249	\$1,875	\$450	5.8x	4.1x
J Sainsbury plc	\$3.34	\$7,407	\$15,933	\$1,895	NM	5.3x
Koninklijke Ahold Delhaize N.V.	\$27.88	\$28,812	\$42,247	\$6,279	18.3x	5.8x
Metro AG	\$10.58	\$3,846	\$7,655	\$862	NM	6.3x
Natural Grocers by Vitamin Cottage, Inc.	\$17.55	\$396	\$800	\$63	18.2x	6.8x
Sprouts Farmers Market, Inc.	\$26.62	\$3,140	\$4,448	\$518	11.0x	5.8x
Tesco PLC	\$3.15	\$24,229	\$43,501	\$4,309	17.2x	6.7x
The Kroger Co.	\$35.99	\$27,064	\$45,938	\$5,993	11.0x	6.7x
Village Super Market, Inc.	\$23.57	\$343	\$643	\$68	12.1x	5.8x
Weis Markets, Inc.	\$56.52	\$1,520	\$1,480	\$263	12.8x	4.6x
				<b>Mean</b>	15.3x	6.7x
				<b>Median</b>	12.5x	5.8x

Sources: S&amp;P Capital IQ as of March 31, 2021

*Figures in US\$ millions, except per share prices*

<b>Company Name</b>	<b>Price at 3/31/21</b>	<b>Mkt Cap</b>	<b>Ent Val (EV)</b>	<b>LTM EBITDA</b>	<b>P/E Ratio</b>	<b>EV/ LTM EBITDA</b>
<b>Food Service</b>						
Colabor Group Inc.	\$0.87	\$89	\$164	\$17	29.4x	7.3x
Sysco Corporation	\$78.74	\$40,190	\$48,834	\$1,538	NM	29.1x
The Chefs' Warehouse, Inc.	\$30.46	\$1,155	\$1,492	(\$43)	NM	NM
US Foods Holding Corp.	\$38.12	\$8,428	\$14,310	\$544	NM	23.5x
				<b>Mean</b>	NM	20.0x
				<b>Median</b>	NM	23.5x
<b>Quick Service Restaurants, Fast Casual, &amp; Pizza</b>						
Chipotle Mexican Grill, Inc.	\$1,420.82	\$39,988	\$42,193	\$657	113.5x	45.2x
Domino's Pizza, Inc.	\$367.79	\$14,272	\$18,460	\$801	29.7x	22.7x
El Pollo Loco Holdings, Inc.	\$16.12	\$588	\$839	\$56	23.7x	10.3x
Fiesta Restaurant Group, Inc.	\$12.59	\$331	\$642	\$37	NM	6.7x
Jack in the Box Inc.	\$109.78	\$2,517	\$4,579	\$297	19.1x	9.3x
McDonald's Corporation	\$224.14	\$167,113	\$215,127	\$9,248	35.5x	20.5x
Noodles & Company	\$10.35	\$469	\$748	\$13	NM	15.8x
Papa John's International, Inc.	\$88.64	\$2,920	\$3,590	\$146	69.3x	19.3x
Potbelly Corporation	\$5.91	\$166	\$395	(\$37)	NM	19.1x
Restaurant Brands International Inc.	\$65.00	\$19,834	\$34,300	\$1,803	40.7x	19.7x
Shake Shack Inc.	\$112.77	\$4,401	\$4,629	\$15	NM	62.3x
The Wendy's Company	\$20.26	\$4,535	\$7,904	\$417	39.0x	18.7x
Wingstop Inc.	\$127.17	\$3,775	\$4,213	\$71	163.0x	62.3x
Yum! Brands, Inc.	\$108.18	\$32,460	\$43,530	\$2,075	36.8x	21.9x
				<b>Mean</b>	57.0x	25.3x
				<b>Median</b>	37.9x	19.5x
<b>Business, Casual, &amp; Family Dining</b>						
BJ's Restaurants, Inc.	\$58.08	\$1,347	\$1,906	(\$3)	NM	33.6x
Bloomin' Brands, Inc.	\$27.05	\$2,373	\$4,730	\$194	NM	14.4x
Brinker International, Inc.	\$71.06	\$3,230	\$5,469	\$230	NM	11.9x
Chuy's Holdings, Inc.	\$44.32	\$874	\$1,009	\$32	NM	16.4x
Cracker Barrel Old Country Store, Inc.	\$172.88	\$4,102	\$5,243	\$65	85.8x	162.0x
Darden Restaurants, Inc.	\$142.00	\$18,507	\$22,599	\$349	NM	31.2x
Dave & Buster's Entertainment, Inc.	\$47.90	\$2,283	\$4,194	(\$101)	NM	72.4x
Denny's Corporation	\$18.11	\$1,162	\$1,612	\$24	NM	57.8x
Dine Brands Global, Inc.	\$90.03	\$1,536	\$3,185	\$142	NM	20.4x
Luby's, Inc.	\$3.30	\$101	\$162	(\$9)	NM	NM
Red Robin Gourmet Burgers, Inc.	\$39.89	\$621	\$1,296	(\$45)	NM	27.6x
Ruth's Hospitality Group, Inc.	\$24.83	\$850	\$1,100	\$10	NM	23.5x
Texas Roadhouse, Inc.	\$95.94	\$6,679	\$7,165	\$211	213.2x	35.2x
The Cheesecake Factory Incorporated	\$58.51	\$2,715	\$4,416	(\$3)	NM	25.5x
				<b>Mean</b>	149.5x	40.9x
				<b>Median</b>	149.5x	27.6x
<div style="border: 1px solid black; padding: 5px;">                     For a confidential discussion on Mergers &amp; Acquisitions in the Food &amp; Beverage sector, please call Christopher (Chris) W. Nolan at +1 (212) 444-8029, or e-mail him at cnolan@dresnerco.com                 </div>						
				<b>Summary Statistics</b>	<b>P/E Ratio</b>	<b>EV/ LTM EBITDA</b>
				<b>Mean</b>	39.4x	17.7x
				<b>Median</b>	27.4x	13.4x

Sources: S&amp;P Capital IQ as of March 31, 2021