

Q3 2020 Consumer Quarterly Report



General Market Commentary

While the COVID-19 pandemic continues as an overhang to nearly all aspects of daily life, the global M&A market rebounded earlier than expected with global value increasing to \$891.4B in Q3 2020, up 140% from Q2 2020 (\$372.2B) and 31.6% from Q3 2019 (\$677.4B).¹ This represents the strongest quarter-to-date for global deal making since Q2 2019 as opportunistic strategic buyers and private equity firms are beginning to make sizeable moves. While much of this strength likely represents some “catch-up” closing of backlogged deals that were already in process (and the complications now attendant with travel, in person meetings, due diligence, etc.), it is a bullish sign to see capital being proactively put to work.

On the Venture Capital side, following a resilient Q2 in global funding, invested dollars for Q3 2020 stood at \$76.4B, up 1% versus Q2 2020. Further, Q3 2020 grew 9% YOY from Q3 2019.² Admittedly, this comes as an increasing number of investors are investing in technology and cloud-based startups that are leveraging AI technology to help businesses thrive in the new data economy. Along with the technological advances defining “the new normal” for consumers, more specific areas focused on wellness/health, convenience, and sustainability as special themes of import right now. Indeed, we see an increased rate of convergence across all verticals where the interplay of technology and data is giving rise to increased consumer input and demand on the direction of innovation within consumer products.

European M&A deal value increased 54.8% in Q3 2020 (\$164.6B) vs. Q2 2020 (\$106.4B) but fell just short of Q3 2019 (\$170B).³ Of note, the Q3 2020 numbers were significantly buoyed by a small number of larger transactions. Indeed, while the region totals are stronger than the first half of the year, the underlying picture for the next quarter looks less rosy and uncertain. We continue to believe the European Union will have a slower path to recovery in the next quarter as the fears over economic fallout from the second wave of the pandemic persists. This, along with the possibility of more stringent measures returning to many countries and the prospect of a hard Brexit “reality” looming could limit deal making once again in Q4 2020.

Asia’s growth was up significantly with total value increasing approximately 77% in Q3 2020 (\$237B) vs. Q3 2019 (\$134.4B) and Q2 2020 (\$133.2B).⁴ The timing of the region’s earlier “re-start” certainly contributed to these results, and as expected, China and Hong Kong lead the way. Going forward we expect economic conditions to continue to push regional M&A higher but are cognizant that a more politically (and perhaps militarily) aggressive stance by China may bring forward a chilling effect on the rate recovery.

The United States & Canada saw the largest jump in deal value, driven primarily by the US. More specific, M&A posted totals of \$402.2B in Q3 2020, up 400% from Q2 2020 (\$76B) and 38% from Q3 2019 (\$291B).⁵ Stabilization of the equity markets, a loosening of debt capital, and some increased confidence around what a “new normal” might look like going forward seemed to provide the catalysts for the increase. Both strategics and private equity appear to be acting more opportunistically on “shopping lists” for tuck-ins and we expect that trend to continue. Further, while there is overhang on the political front with the upcoming election which will likely slow the front end of Q4 a bit, we believe the markets will adjust, and likely accelerate, once we have clarity on political outcomes.

The Consumer Sector in the U.S. & Canada bounced back in Q3 2020 after it was down significantly on both a sequential and YOY basis in the 2Q 2020.













- **Consumer Sector:** A total of 144 M&A transactions closed in the U.S. & Canada in Q3 2020 across the Food & Beverage; Retail, Catalog and E- Commerce; and Consumer Discretionary sectors (as defined on page 6). The number of closed M&A transactions in these verticals increased significantly compared to Q2 2020 and Q3 2019 levels of 114 and 138, respectively. Further, more deals were closed in Q3 2020 (144 deals) than were announced (57 deals), evidencing a slightly slower, but continuing, recovery into Q4 2020.
- **Food and Beverage:** The number of transactions closed in the U.S. & Canada Food & Beverage sector was up 12.7% (80) versus Q2 2020 (71) and Q3 2019 (71). The performance and resiliency of this sector through the pandemic has likely led to optimism for increased transaction activity in 4Q 2020 from both strategic and financial investors and is a trend we have seen among our own engagements.

- **Retail, Catalog and E-Commerce:** The number of transactions closed in the U.S. & Canada in this sector was up 76.9% (46) versus Q2 2020 (26) but down 4.2% versus Q3 2019 (48). We expect the trend of DTC to further drive accelerated consolidation across these channels.
- **Consumer Discretionary:** The number of transactions closed in the U.S. & Canada in consumer discretionary sector was up 5.8% (18) versus Q2 2020 (17) but down 10% versus Q3 2019 (20). An increased focus on “home comforts” and nesting being the primary catalyst of increase, which we expect will continue as a major theme and trend.

While the M&A numbers are encouraging for the quarter the timing of true recovery, both for COVID-19 and the economy, remains uncertain. We are cautiously optimistic on both the Venture Capital and M&A markets in Q4 of 2020 and beyond but expect there will be some slowdown on total deal closings until clarity arrives on the political landscape post-election. That said, since we remain in a “cash heavy” environment within the private equity sector, mixed with an abundance of strategic opportunity, we expect to see both a strong buyers’ and sellers’ marketplace (can it be both??). We at Tully & Holland, as we have for 32 years, remain ready to advise, serve, and advocate on behalf of owners, entrepreneurs, strategic acquirers, and private equity across the consumer spectrum. We look forward to working with you.

Source(s): 1,2,3,4,5: Crunchbase, Merger market Q3 2020 Report., Cap IQ, Tully & Holland Research.

Notable Q3 2020 Transactions

Target	Acquirer	Acquisition Summary
		<ul style="list-style-type: none"> Delivery.com, a leading destination for online ordering, announced the acquisition of Vroom Service Now, which serves central Connecticut and Putnam County, NY. Financial terms were not disclosed. The acquisition will provide Vroom the ability to expand into other verticals like grocery, laundry and alcohol delivery and help Delivery.com grow its presence in Connecticut and New York State.
		<ul style="list-style-type: none"> KKR, a leading global PE firm, will acquire 1-800 Contacts, the largest retailer of contact lenses in the U.S., from AEA Investors for over \$3 billion. During the peak of the COVID-19 shutdown, the company experienced a 100% YOY increase in new and returning customers. The purchase will provide 1-800 with scale, resources and expertise at this stage of the growth of their business.
		<ul style="list-style-type: none"> Edgewell Personal Care Company, a leading American consumer products company, entered into an agreement to acquire CREMO, the strongest and fastest growing masstige brands in men's grooming for \$235 million. The combination will accelerate growth in Edgewell's men's grooming categories and help CREMO capitalize on attractive channel and geographic expansion opportunities.
		<ul style="list-style-type: none"> Constellation Brands, Inc. (NYSE: STZ), a leading beverage alcohol company, announced purchase of Empathy Wines, a high-performing, digitally native wine brand and direct-to-consumer (DTC) platform. The acquisition adds to the buyers' portfolio, providing them with rich consumer insights and analytics, proven brand building expertise, and high-performing digital technology to build a DTC platform.
		<ul style="list-style-type: none"> Sonoma Brands acquired RSJ Ventures doing business as Chef's Cut Real Jerky, one of the fastest growing premium meat snacks brands in the U.S. Financial terms were not disclosed. Sonoma Brands, which recently acquired KRAVE from The Hershey Co., is combining the two jerky brands to create a portfolio of meat snacks.
		<ul style="list-style-type: none"> Unilever has entered into an agreement to acquire Liquid I.V., maker of electrolyte drink mixes which purportedly enhances the hydration of water in the bloodstream by two to three times. Financial terms were not disclosed. The acquisition complement's Unilever's purpose to improve people's health and well-being and create a line of sustainable products.

**M&A
Transaction
Multiples**

T&H

M&A Market Trends

T&H Consumer M&A Index*

Revenue
(\$ Millions)

< \$100
> \$100

EV/EBITDA
9.81x
9.19x

EV/REVENUE
2.17x
1.42x

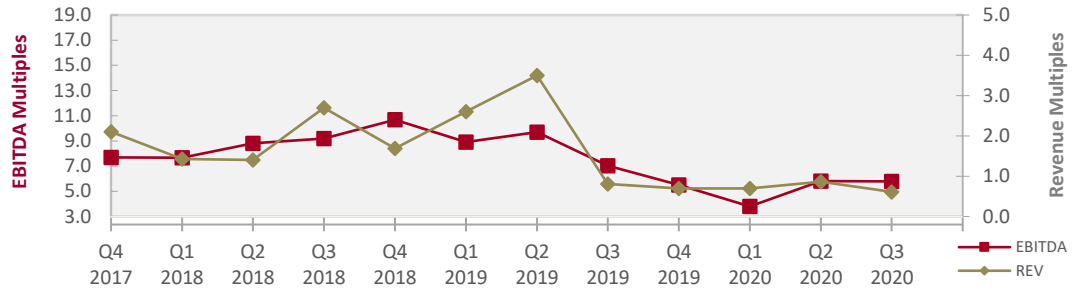
EV/EBITDA
NA
12.00x

EV/REVENUE
NA
1.78x

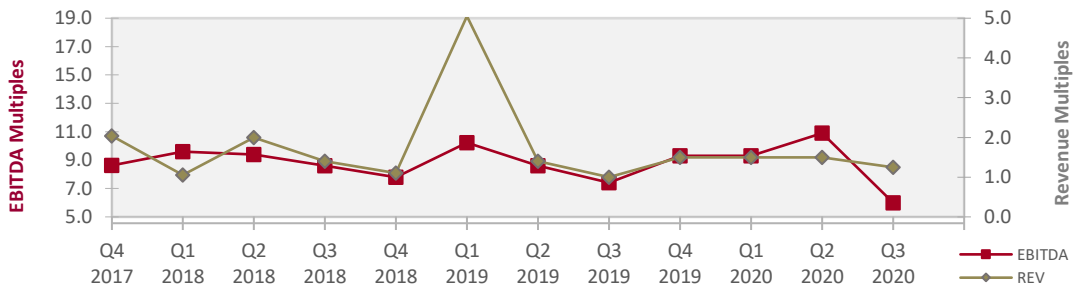
Source: Capital IQ. Data is for Q3 2020. M&A Market Trends Data includes all deals with EBITDA multiples between 3x and 20x. T&H Consumer M&A Index includes Food & Beverage, Retail, Catalogue & E-Commerce, and Consumer Discretionary (as defined on page 6 of this report). *NA: Limited sample size of deals with disclosed multiples.

M&A Quarterly Market Trends – Enterprise Value Multiples

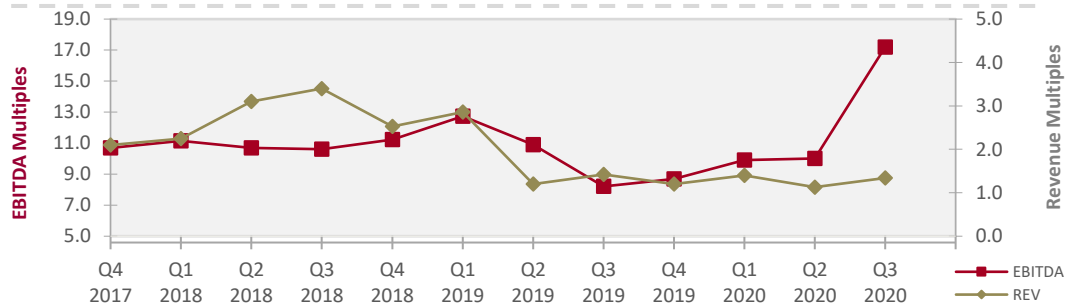
\$0-\$50mm



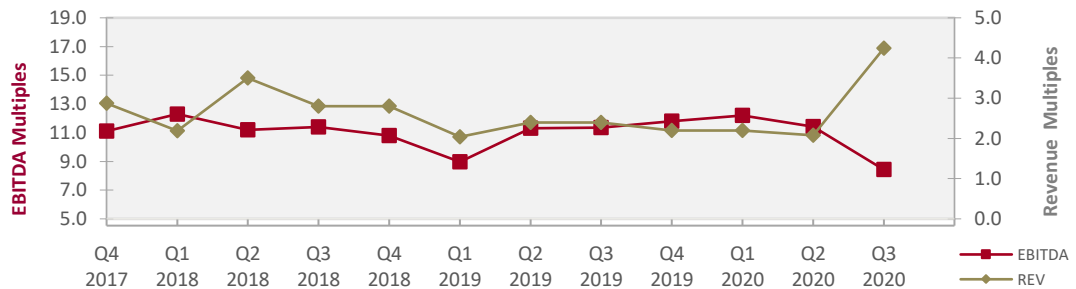
\$50mm-\$100mm



\$100mm-\$250mm

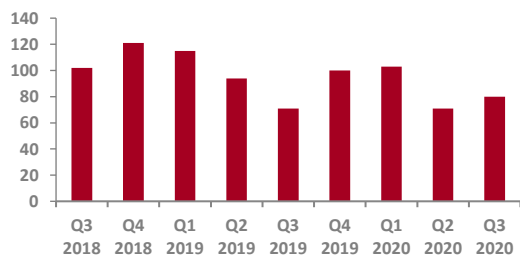


Greater than \$250mm



Food & Beverage Overview – US & Canada

Number of Transactions Closed



Transaction Value	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2020
Not Disclosed	78	81	88	75	58	82	87	59	64
< \$10 mm	8	10	11	7	6	5	3	6	8
\$10 - 25 mm	4	7	2	2	2	3	2	3	4
\$25 - 50 mm	4	6	4	1	0	2	0	1	0
\$50 - 100 mm	2	6	1	3	2	4	2	1	0
\$100 - 500 mm	5	7	7	2	3	3	6	1	3
> \$500 mm	1	4	2	4	0	1	3	0	1
Total # Quarterly Transactions	102	121	115	94	71	100	103	71	80
% Change vs. Prior Year Period	-11.3%	-8.3%	12.7%	-14.5%	-30.4%	-17.4%	-10.4%	-24.5%	12.7%

Source(s): Cap IQ, Tully & Holland Research.

Note: Food and Beverage transactions are comprised of Food Distributors, Food Retail, Beverages, Brewers, Distillers and Vintners, Soft Drinks, Food Products and Packaged Foods and Meats.

Retail, Catalog & E-Commerce Overview – US & Canada

Number of Transactions Closed



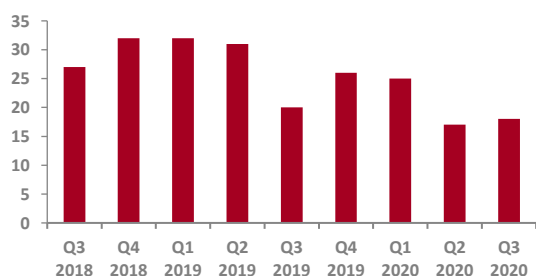
Transaction Value	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2020
Not Disclosed	22	39	47	41	38	38	33	20	34
< \$10 mm	4	2	5	6	4	0	4	3	5
\$10 - 25 mm	1	2	4	4	1	1	1	0	1
\$25 - 50 mm	5	1	1	2	0	0	0	1	3
\$50 - 100 mm	1	1	0	1	1	2	2	0	0
\$100 - 500 mm	0	3	1	1	4	1	1	0	3
> \$500 mm	0	0	3	0	0	0	2	2	0
Total # Quarterly Transactions	33	48	61	55	48	42	43	26	46
% Change vs. Prior Year Period	-13.2%	-49.5%	-36.5%	31.0%	45.5%	-12.5%	-29.5%	-52.7%	-4.2%

Source(s): Cap IQ, Tully & Holland Research.

Note: Retail, Catalog & E-Commerce transactions are comprised of Internet and Direct Marketing Retail, Multi-line Retail, Apparel Retail, Computer and Electronics Retail, Home Improvement Retail, Specialty Stores and Home Furnishing Retail.

Consumer Discretionary Overview – US & Canada

Number of Transactions Closed



Transaction Value	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2020
Not Disclosed	23	24	30	25	17	24	19	13	15
< \$10 mm	2	3	0	2	0	1	1	2	1
\$10 - 25 mm	0	1	1	1	1	0	1	0	0
\$25 - 50 mm	0	1	0	1	2	0	2	0	0
\$50 - 100 mm	0	2	0	0	0	0	0	1	1
\$100 - 500 mm	1	0	1	1	0	0	1	1	1
> \$500 mm	1	1	0	1	0	1	1	0	0
Total # Quarterly Transactions	27	32	32	31	20	26	25	17	18
% Change vs. Prior Year Period	22.7%	-31.9%	-3.0%	19.2%	-25.9%	-18.8%	-21.9%	-45.2%	-10.0%

Source(s): Cap IQ, Tully & Holland Research.

Note: Consumer Discretionary transactions are comprised of Home Furnishings, Housewares and Specialties, Leisure Products and Beauty Care Products.

Food & Beverage M&A Transactions – US & Canada

(In Food & Beverage M&A 35 deals were announced in Q3 2020 and 80 deals closed)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
09/30/2020	Covered Bridge Acres Ltd.	Global Hemp Group Inc. (CNSX:GHG)	Marijuana Company of America, Inc. (OTCPK:MCOA)
09/30/2020	H & F Bread Co, LLC	Engelman's Bakery Inc.	-
09/29/2020	Brands Within Reach, LLC	Zachert Private Equity GmbH	NewAge, Inc. (NasdaqCM:NBEV)
09/29/2020	Certain Assets of the H.K. Anderson Business	Utz Quality Foods, LLC	Conagra Brands, Inc. (NYSE:CAG)
09/29/2020	Assets Related to SimplyProtein® Brand of Simply Good Foods USA, Inc.	Wellness Natural, Inc	Simply Good Foods USA, Inc.
09/28/2020	Central Marketing Associates, Inc.	Forest Light Capital	-
09/25/2020	Camelot Cellars, Ltd.	-	-
09/24/2020	Motor City Seafood Company LLC	Great Lakes Wine & Spirits, LLC	-
09/22/2020	Facility of Arrowhead Mills, Inc.	Panhandle Milling, LLC	Arrowhead Mills, Inc.
09/21/2020	Assets of Valley Processing	Milne Fruit Products, Inc.	Valley Processing, Inc.
09/18/2020	Indulge Desserts Intermediate Holdings, LLC	Emmi AG (SWX:EMMN)	-
09/18/2020	World Waters, LLC	Caribé Juice LLC	-
09/18/2020	Colorado Boxed Beef Company	Quirch Foods, LLC	-
09/18/2020	VSC Holdings, Inc.	Johnsonville, LLC	VMG Partners
09/17/2020	Post Cultivation Services of FathomNM	Santa Fe Farms, LLC	FathomNM LLC
09/16/2020	Metro Lobster & Seafood, Inc.	-	-
09/15/2020	Natural Cheese Business of The Kraft Heinz Company	Groupe Lactalis S.A.	The Kraft Heinz Company (NasdaqGS:KHC)
09/15/2020	Darwin Brands, LLC	Fibonacci Brands	Harvest Health & Recreation Inc. (CNSX:HARV)
09/15/2020	FreshTex Produce LLC	GrubMarket, Inc.	-
09/14/2020	Copper and Kings American Brandy Company	Constellation Brands, Inc. (NYSE:STZ)	-
09/14/2020	All assets of Mariner Seafood LLC	True North Seafood, Inc.	Mariner Seafood LLC
09/11/2020	Assets of Maison Kayser	Aurify Brands, LLC	Cosmoledo, LLC
09/11/2020	Burgess Cellars Inc.	-	-
09/11/2020	Veggiecraft Farms	Litehouse Inc.	Brandable, Inc.
09/10/2020	8210985 Canada Inc.	La Boite à Grains Inc.	-
09/09/2020	Two Health & Organic Bar Retail Locations in Victoria of 1257189 BC Ltd.	Modern Meat Inc. (CNSX:MEAT)	1257189 BC Ltd.
09/09/2020	Tassot Apiaries, Inc.	Sweet Cheeks Farm and Apiary LLC	-
09/08/2020	Silva International, Inc.	Universal Corporation (NYSE:UVV)	HP Schmidt Familienverwaltung GmbH; DDS LLC
09/08/2020	Core Botanica LLC	Martin Bauer GmbH & Co. KG	-
09/07/2020	Hillspring Farms Ltd.	McCain Foods Limited	-
09/03/2020	Eliot's Adult Nut Butters LLC	Verus International, Inc. (OTCPK:VRUS)	Burst Management, LLC; Resolut Partners LLC
09/03/2020	Food production facility in California	The Very Good Food Company Inc. (CNSX:VERY)	-
09/02/2020	Halbert Spirits Company, Inc.	Beam Suntory Inc.	-
09/02/2020	Lamar Pecan Company, L.P.	Stuckey's Corporation	-
09/01/2020	Liquid I.V., Inc.	Unilever United States, Inc.	-
09/01/2020	10 company-operated stores of Wadsworth Oil Company Of Clanton, Inc.	Alimentation Couche-Tard Inc. (TSX:ATD.B)	Wadsworth Oil Company Of Clanton, Inc.
09/01/2020	939 Gross Acres of Farmland in Maryland's Eastern Shore and Delaware	Gladstone Land Corporation (NasdaqGM:LAND)	-
09/01/2020	20 BI-LO Stores of Southeastern Grocers, LLC	Alex Lee, Inc.	Southeastern Grocers, LLC
08/31/2020	Global Gourmet Foods Inc.	FGC Foods Ltd.	-
08/31/2020	Allseas Fisheries Corp.	Premium Brands Holdings Corporation (TSX:PBH)	-
08/27/2020	Red Duck Foods, Inc.	Beaverton Foods, Inc.	-
08/27/2020	Sojourn Cellars	Harrow Cellars	-
08/26/2020	Business of Birch Benders, LLC	Sovos Brands Intermediate, Inc.	Birch Benders Inc.
08/26/2020	Fromagerie Le Baluchon	Fromagerie L'ancêtre, Inc.	-
08/25/2020	Creative Food Ingredients, Inc.	Parker Products, LLC	-
08/23/2020	All assets of KB US Holdings, Inc. and its Subsidiaries	TLI Bedrock LLC	Balducci's Holdings LLC; Kings Food Markets Inc.; AG Kings Holdings Inc.; kb Holding, Inc.; KB US Holdings, Inc.; AG Holdings II Inc.; Balducci's Connecticut LLC; Balducci's Maryland LLC; Balducci's Virginia LLC; Balducci's New York LLC
08/20/2020	Dedinas & Franzak Enterprises, Inc.	Source Capital, LLC; Kilroy Partners	-
08/19/2020	Steele Wines, Inc.	Shannon Ridge, Inc.	-
08/19/2020	Waterloo Sparkling Water Corp.	Eurazeo SE (ENXTPA:RF); Flexis Capital LLC; JW Levin Management Partners LLC; Moore Strategic Ventures, LLC; Waterloo Capital, LLC	CAVU Venture Partners
08/18/2020	Business of IM HealthScience LLC	Nestlé Health Science S.A.	IM HealthScience LLC
08/18/2020	Tres Agaves Tequila and Organic Mixers of Tres Agaves Products, Inc.	Trincherro Family Estates, Inc.	Tres Agaves Products, Inc.
08/17/2020	Horizon Farm property in California	Maricopa Orchards, LLC	Horizon Farm Enterprises LLC
08/17/2020	Assets of True Leaf Pet, Inc.	4033001	True Leaf Pet Inc.
08/17/2020	Texas Egg Products, LLC	Cal-Maine Foods, Inc. (NasdaqGS:CALM)	-
08/14/2020	Love Brands, Inc.	FF2032 Fund	-
08/14/2020	Ellison Bakery Inc	Tilia Holdings, LLC	Blackford Capital LLC; Concentric Equity Partners, L.P.; Promus Equity Partners, LLC; Baird Principal Group Management Company I, LLC
08/13/2020	Doggie Dailies, LLC	Manna Pro Products, LLC	-
08/13/2020	Two wineries in Western Washington	-	-
08/13/2020	Portfolio of Kerr Cellars' Wines in Napa Valley and Sonoma County, California	Constellation Brands Ventures	Cristie Kerr Wines LLC
08/12/2020	Foodarom Group Inc.	Glanbia Nutritionals Inc	-
08/12/2020	Input Capital Corp. (TSXV:INP)	Bridgeway National Corp. (OTCPK:BDGY)	Emsley & Associates (2002) Inc.; XL Value Offshore, LLC; Dalhousie Capital Corp.
08/12/2020	Beer and Cider Portfolio in Illinois	City Beverage LLC	Breakthru Beverage Illinois
08/11/2020	Assets of VeroBlue Farms	NaturalShrimp Incorporated (OTCPK:SHMP)	VeroBlue Farms, Inc.
08/11/2020	Fresh Promise Foods, Inc.	Human Brands International, Inc.	-
08/11/2020	Grand Food Inc.	GrubMarket, Inc.	-
08/11/2020	Copa Di Vino, LLC	Splash Beverage Group, Inc. (OTCPK:SBEV)	-

Food & Beverage M&A Transactions – US & Canada (continued)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
08/10/2020	Tori's Bakeshop Corp.	Village Juicery Inc.	-
08/10/2020	Substantially All Of The Assets Located In Texas And Tennessee Of Mountain Glacier LLC	DS Services of America, Inc.	Mountain Glacier LLC
08/10/2020	Frostbite Ice Cream	10th Muse Coffee	-
08/10/2020	Cloudy Donuts	-	-
08/07/2020	CubicFarm Systems Corp. (TSXV:CUB)	Ospraie Ag Science LLC	-
08/07/2020	Wholesale Agronomy and Energy Assets of Southern States Cooperative, Incorporated	GROWMARK, Inc.	Southern States Cooperative, Incorporated
08/07/2020	Back Bay Trading Ltd.	Florida Food Products, Inc.	-
08/06/2020	Loccisano Brothers, Inc. One	Shop 'n Save	-
08/06/2020	Co-Alliance LLP	Harvest Land Cooperative	-
08/04/2020	Cascade Coffee, Inc.	Westward Partners, LLC	-
08/03/2020	Allen's of Hastings, Inc.	B&R Stores, Inc.	-
08/01/2020	The Budding Artichoke, Inc	-	-
07/31/2020	Brach Holdings LLC	TruFood Manufacturing	-
07/31/2020	Beretta Farms Inc.	Vukota Capital Management LLC	-
07/30/2020	Foodservice Business of TMI Trading	Schwan's Food Service, Inc.	TMI Trading Corp.
07/29/2020	Assets of Stop-N-Go of Madison, Inc.	Kwik Trip, Inc.	-
07/29/2020	Pfyffer Associates, Inc.	Hitchcock Farms, Inc.	-
07/29/2020	Countryside Cooperative	Landmark Services Cooperative	-
07/29/2020	Lamb Processing Facility of Mountain States Rosen	JBS USA Holdings, Inc.	Mountain States Rosen LLC
07/28/2020	AG Partners L.L.C.	Albert City Elevator, A Cooperative	Cargill, Incorporated
07/25/2020	Dizun International Enterprises Inc. (CNSX:KDZ.X)	Maitri Health Corp.	-
07/22/2020	Gel Spice Co. LLC	Olde Thompson Inc.	-
07/22/2020	Amino Balls Inc.	Sire Bioscience Inc. (CNSX:SIRE)	-
07/22/2020	Olde Thompson Inc.	Kainos Capital LP	-
07/21/2020	Assets of Nerd Beverage Corporation	Beverages Holdings, LLC	Nerd Beverage Corporation
07/21/2020	Loveday Mushroom Farms Ltd.	South Mill Mushroom Sales Inc.	-
07/21/2020	3 Points Urban Brewery	Braxton Brewing Company, LLC	Hickory Wald Group
07/21/2020	Cup Of Coffee Inc.	W B Law & Sons, Inc.	-
07/20/2020	Lounsbury Foods Limited	Giraffe Foods Inc.	-
07/20/2020	Calihan Pork Processors, Inc.	American Foods Group, LLC	-
07/17/2020	Red Hook Store and Douglaston Store	Bogopa Enterprises, Inc.	Fairway Group Holdings Corp.
07/17/2020	Cannabis Cultivation Business of Puration, Inc.	PAO Group, Inc. (OTCPK:PAOG)	Puration, Inc. (OTCPK:PURA)
07/16/2020	Bliss Unlimited, LLC	HumanCo	-
07/16/2020	Poultry Plant in Drummondville, Quebec	Giannone Poultry Inc.	Maple Leaf Foods Inc. (TSX:MFI)
07/15/2020	World Traveler Coffee Roasters Inc.	-	-
07/15/2020	Scarff's Nursery & Landscape LLC	Henderson Turf Farm, Inc.	-
07/15/2020	28,500 Square Foot Manufacturing Facility at 1945 Industrial Way in Sanger, California	MAG Capital Partners LLC	Initiative Foods, LLC
07/15/2020	Trickling Springs Creamery, LLC	South Mountain Creamery, L.L.C.	-
07/14/2020	Saint Liberty Whiskey	Hands, LLC	-
07/13/2020	GPM Investments, LLC/ Arko Holdings Ltd. (TASE : ARKO)	Haymaker Acquisition Corp. II (NasdaqCM:HYAC)	Davidson Kempner Capital Management LP; Ares Management Corporation (NYSE:ARES); Harvest Partners SCF, LP
07/13/2020	Anthea Inc.	Clancy Systems International, Inc. (OTCPK:CLSI)	-
07/10/2020	Con Pane Rustic Breads, LLC	Cohn Restaurant Group, Inc.	-
07/09/2020	RSJ Ventures, LLC	Sonoma Brands	Clearlake Capital Group, L.P.; CAVU Venture Partners
07/07/2020	Growers Produce Inc	GrubMarket, Inc.	-
07/07/2020	Cali Fresh Produce Inc	GrubMarket, Inc.	-
07/02/2020	Henningsen Foods, Inc.	Michael Foods of Delaware, Inc.	Kifuki U.S.A. Co., Inc.
07/02/2020	Nestlé Pure Life Bottled Water Business	Ice River Springs Water Co., Inc.	Nestle Canada Inc.
07/01/2020	Empathy Wines, LLC	Constellation Brands, Inc. (NYSE:STZ)	-
07/01/2020	CBUSO's grape concentrate and high-color concentrate business	Vie-Del Company	Constellation Brands U.S. Operations, Inc.

Source(s): Cap IQ, Tully & Holland Research.

Retail, Catalog & E-Commerce M&A Transactions – US & Canada

(In Retail, Catalog & E-Commerce 16 M&A deals were announced in Q3 2020 and 46 deals closed)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
09/30/2020	Carolina Refrigeration Services, Inc.	CoolSys, Inc.	-
09/29/2020	ShoppersChoice.com, LLC/Blaze Outdoor Products	Cardinal Capital Management, L.L.C.; The Cordish Company, Inc.; H.I.G. WhiteHorse Capital, LLC; Baring PE	-
09/24/2020	Field & Stream store in Charleston, South Carolina of DICK'S Sporting Goods, Inc.	Sportsman's Warehouse Holdings, Inc. (NasdaqGS:SPWH)	DICK'S Sporting Goods, Inc. (NYSE:DKS)
09/24/2020	Two Field & Stream Stores of DICK'S Sporting Goods, Inc.	Sportsman's Warehouse Holdings, Inc. (NasdaqGS:SPWH)	DICK'S Sporting Goods, Inc. (NYSE:DKS)
09/23/2020	1-800 CONTACTS, Inc.	KKR & Co. Inc. (NYSE:KKR)	AEA Investors LP
09/17/2020	Richard's Carpet and Tile LLC	Green's Floors & More	-
09/17/2020	Mancini's Sleepworld, Inc.	Sun Capital Partners, Inc.	-
09/16/2020	Keystone Relief Centers, LLC	Trulieve Cannabis Corp. (CNSX:TRUL)	-
09/16/2020	E-Commerce Assets of Catherines	Fullbeauty Brands Operations, LLC	Catherines Stores Corporation
09/14/2020	Substantially all assets of Mountain Equipment Co-operative	Kingswood Capital Management, LLC	Mountain Equipment Co-operative
09/14/2020	Stewart-MacDonald Manufacturing Company, Inc.	Champlain Capital Management, LLC; Brookside Mezzanine Partners	-
09/13/2020	AccuTemp Heating and Cooling Inc.	Casteel Heating and Cooling, Inc.	-
09/09/2020	Cappex.com, LLC	EAB Global, Inc.	-
09/09/2020	Substantially all of Retail and Operating Assets of J. C. Penney Company, Inc.	Simon Property Group, Inc. (NYSE:SPG); Brookfield Property Partners L.P. (NasdaqGS:BPV)	J. C. Penney Company, Inc. (OTCPK:JCPN.Q)
09/09/2020	Innovative Tap Solutions, LLC	CCEP Ventures	-
09/08/2020	Webb Collection	HPG	-
09/08/2020	Shell Rock Ag, Inc.	Crystal Valley Cooperative	-
09/04/2020	Tabu Canada Corp.	Alliance Growers Corp. (CNSX:ACG)	-
09/04/2020	Naturally Pure Therapy Products Corp.	BevCanna Enterprises Inc. (CNSX:BEV)	-
09/03/2020	Deines Pharmacy, Inc.	Kubat Pharmacy, Inc.	-
09/02/2020	RTIC Outdoors LLC	Wind Point Advisors, LLC	-
09/01/2020	Assets of CafePress Inc.	PlanetArt, LLC	CafePress Inc.
09/01/2020	Three New Dealerships	Mazergroup Ltd.	-
08/31/2020	E-Commerce Business	Saadia Group, LLC	Lerner New York Outlet, Inc.; RTW Retailwinds, Inc. (OTCPK:RTWI.Q); Lernco, Inc.; Lerner New York, Inc.
08/28/2020	Certain assets of Freebird, Inc.	Capital One Financial Corporation (NYSE:COF)	Freebird, Inc.
08/27/2020	La Cordee Plein Air Inc.	Groupe Mach Inc.	-
08/26/2020	Hall Building Products, Inc.	Reddi Industries, Inc.	-
08/25/2020	BareWeb, Inc.	Delta Galil Industries Ltd. (TASE:DELT)	Walmart Inc. (NYSE:WMT)
08/24/2020	Assets of Truweo Trailing Twelve Month	Mohawk Group Holdings, Inc. (NasdaqCM:MWK)	Truweo Trailing Twelve Month
08/19/2020	Spielhaus Inc.	EuroLife Brands Inc. (CNSX:EURO)	-
08/17/2020	Golden Path LLC	Thoughtful Brands Inc. (CNSX:TBI)	-
08/17/2020	Wild Mariposa LLC	Thoughtful Brands Inc. (CNSX:TBI)	-
08/13/2020	Stockwell AI, Inc	365 Retail Markets, LLC	New Enterprise Associates, Inc.; DCM Ventures; First Round Capital; GV; Forerunner Ventures; Homebrew Management LLC; Moderne Ventures
08/11/2020	Assets of Emerald City Garden	GrowGeneration Corp. (NasdaqCM:GRWG)	Emerald City Garden
08/07/2020	Assets of Comark Holdings Inc	-	Comark Holdings Inc.
08/06/2020	Boutique Linus inc	Novacap Investments, Inc.	-
08/05/2020	WhereTo	Flight Centre Travel Group Limited (ASX:FLT)	Emergence Capital Partners; 500 Startups Management Co., LLC; Stage Venture Partners
08/05/2020	Valo Market	-	-
08/04/2020	Window Installation Specialists, Inc.	Quest Window Systems Inc.	-
08/04/2020	Gogocar LLC	OptionSoft Technologies, Inc.	-
08/03/2020	Jim Gordon, Inc.	Gordon Flesch Company, Inc.	-
07/29/2020	Steve's Plumbing	Shafer Services	-
07/29/2020	Vroom Service Now, LLC	Delivery.com, LLC	-
07/28/2020	Southern Reel, LLC	Trader Bill's Outdoor Sports, Inc.	-
07/27/2020	Double D's Florist & Gifts	Blooms Etc... LLC	-
07/27/2020	Gcg Holdings, L.L.C.	-	-
07/24/2020	Budtree Corp.	Media Central Corporation Inc. (CNSX:FLYY)	-
07/23/2020	Monaker Group, Inc. (NasdaqCM:MKGI)	HotPlay Enterprise Limited	-
07/23/2020	Substantially All The Global Business Operations of Brooks Brothers Group, Inc.	Authentic Brands Group LLC; SPARC Group LLC	Brooks Brothers Group, Inc.
07/23/2020	The Country Store	Fergus Home and Hardware	-
07/21/2020	Cascio Music Company Inc.	Geneva Supply, Inc.	-
07/17/2020	Moore & Russell Heating Ltd.	Right Time Heating and Air Conditioning Canada Inc.	-
07/16/2020	Live Aquaria Holdings Corp.	-	Drs. Foster & Smith, Inc.
07/15/2020	Battery Joe Amarillo, LLC	Continental Batteries Company	-
07/14/2020	Hall's Hardware & Lumber	Nation's Best Holdings LLC	-
07/13/2020	Mom's Music Inc.	-	-
07/08/2020	DeBenedetto's Commercial Flooring, LLC	Lynx Equity Limited	-
07/07/2020	Dr. Emil Nutrition LLC	Kidd & Company, LLC; T-street Capital	-
07/07/2020	Ghar Inc. (OTCPK:GHAR)	-	Custodian Ventures LLC
07/06/2020	3G Air Conditioning and Heating, Inc.	Wrench Group, LLC	-
07/06/2020	E-commerce business of Pier 1 Imports, Inc	Retail Ecommerce Ventures LLC	Pier 1 Imports, Inc. (OTCPK:PIRR.Q)
07/02/2020	Mobile Klinik	TELUS Corporation (TSX:T)	Kensington Capital Partners Limited; Canadian Business Growth Fund

Source(s): Cap IQ, Tully & Holland Research.

Consumer Discretionary M&A Transactions – US & Canada

(In Consumer Discretionary M&A 6 deals were announced in Q3 2020 and 18 deals closed)

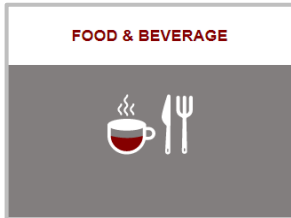
Announced Date	Target/Issuer	Buyers/Investors	Sellers
09/30/2020	NV Perricone LLC	THG Holdings plc (LSE:THG)	-
09/28/2020	Certain Assets of Barnes Bullets, LLC	Sierra Bullets, L.L.C.	Barnes Bullets, LLC
09/17/2020	Knowlton Development Corporation	Churchill Asset Management LLC; Cornell Capital LLC	-
09/16/2020	De Pere Cabinet, Inc.	Wellborn Forest Products, Inc.	-
09/10/2020	Manufacturing Facility of Groupe Beneteau in Marion, South Carolina	Leisure Pools USA Trading, Inc.	Bénéteau S.A. (ENXTPA:BEN)
09/08/2020	Goodale's Bike Shop, Inc.	Trek Bicycle Corporation	-
09/03/2020	Serta Branded Warming Products of Perfect Fit Industries, LLC	R&M Group, LLC	Perfect Fit Industries, LLC
09/02/2020	Kyle's Custom Wood Shop, Inc.	1847 Holdings LLC (OTCPK:EF5H)	-
09/02/2020	Mansfield-King, LLC	Plz Aerospace Corp.	-
09/01/2020	Mana Products, Inc.	Traub Capital	-
08/21/2020	Playa	Forma Brands LLC	-
08/19/2020	Engineered Turf Inc.	The Recreational Group LLC	-
08/06/2020	Aloe Vesta and SensiCare Skin Care Business of Convatec Group Plc	Medline Industries, Inc.	Convatec Group Plc (LSE:CTEC)
08/04/2020	Crema Company, LLC	Edgewell Personal Care, LLC	-
08/04/2020	OnCore Golf Technology, Inc.	-	-
07/29/2020	Alami Beauty Corporation	-	Canbud Distribution Corporation
07/28/2020	Alex Brands, Inc.	Out There First	-
07/22/2020	Maple Leaf Enterprises, LLC	Sophistiplate LLC	-
07/19/2020	Product Line Assets of Donghia, Inc.	Kravet, Inc.	Donghia, Inc.
07/10/2020	Instinct Performance, LLC	Binovi Technologies Corp. (TSXV:VISN)	-
07/09/2020	FlameFighter Corporation	South Park Corporation	-
07/07/2020	Mend Sleep LLC	Idle Group LLC	-
07/02/2020	Cuisirama Inc	Les Ateliers Jacob Inc.	-
07/01/2020	Randolph Pub Ludique Inc.	-	-

Source(s): Cap IQ, Tully & Holland Research.

About Tully & Holland

Tully & Holland is a leading Boston-based investment banking advisory firm offering highly customized M&A and corporate advisory to consumer product companies in the US and abroad. Founded in 1992, our seasoned team brings decades of extensive industry and investment banking expertise and the proven ability to successfully complete deals on behalf of our clients. We primarily focus on transactions or businesses with enterprise values ranging from \$10 million to \$250 million. Tully & Holland is a member of FINRA & SIPC.

Our Focus



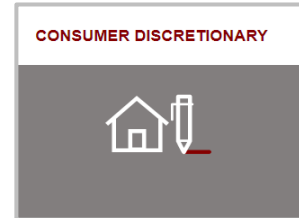
FOOD & BEVERAGE

- Food Manufacturers & Distributors
- Food Service Manufacturers & Distributors
- Specialty Foods
- Beverages
- Healthy Foods
- Seafood



RETAIL, CATALOG & E-COMMERCE

- Multi-Channel Merchants
- Catalogers
- Specialty Retailers
- Direct Marketers
- E-commerce



CONSUMER DISCRETIONARY

- Arts & Crafts
- Health & Beauty Aids
- Home Décor
- Sporting Goods & Leisure Activities
- Toys, Gifts & Collectibles
- Restaurants

Past Clients and Buyers



Service Capabilities

Sales & Divestitures

- Sales
- Mergers
- Recapitalizations
- Divestitures

Acquisition Advisory

- Strategic Planning
- Prospect Search & Qualification
- Contact, Profiling, Valuation, Negotiation, and Closing

Financings

- Private Equity & Family Offices
- Capital Raises

Debt Advisory

- Senior Debt Financings
- Bridge Financings
- Mezzanine Financings