

# Q1 2020 Consumer Quarterly Report

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## General Market Commentary

Most experts expected 2020 to present some challenges to the global Mergers & Acquisitions activity due to issues around a slowing economy, rising geopolitical concerns, and the uncertainty of a U.S. Presidential election. Those seemingly manageable obstacles, however, have been dwarfed by the onset of the COVID-19 Pandemic. The global response to the virus over the course of Q1 2020 has effectively brought the world economy to a halt and forced unprecedented changes to life as we know it. It has also created a severe bifurcation in the deal market, where late-stage/committed deals are selectively progressing towards closing, while early stage/prospective opportunities have largely been placed on hold. With enormous fiscal and monetary policies being implemented in real-time, sizeable amounts of capital available for deployment by private equity, and corporate balance sheet strength “pre COVID-19 Crisis”, there is an opportunity for re-acceleration of economic growth in the second half of 2020. Indeed, while timing remains the great unknown, we expect that there will be an increasing demand for capital and need for consolidation in order for businesses to remain viable. This will likely lead to a heightened amount of deal activity as sellers become more flexible, buyers and investors are presented with unique opportunities, and as valuations, which are already starting to adjust, find a new equilibrium. To that end, Tully & Holland is actively engaged with both our sell-side and buy-side clients in discussion of strategic alternatives at all levels and are available for consultation with middle market consumer companies looking for advice in these turbulent times.

The total global value of deals announced in Q1 2020 fell 39% (\$564bn from \$925bn) versus Q1 2019.<sup>1</sup> Most of these values were front-end loaded in the quarter and the continuing slowdown from the COVID-19 Pandemic is only accelerating as we enter Q2 2020.

European M&A deal value was the outlier, growing 30% in Q1 2020 (\$199bn from \$153bn) versus Q1 2019.<sup>2</sup> While this strength reflected backlog from BREXIT and other factors, the European Union will likely have a slower path to recovery as its 50 disparate countries struggle to reintegrate day-to-day trust, travel, and trade. This may allow for more aggressive players to act opportunistically on deals, but a slower back half of the year will likely prevail in Europe.

Asia deal value declined 32% in Q1 2020 (\$103bn from \$152bn) compared to Q1 2019.<sup>3</sup> The COVID-19 crisis, beginning in China in late 2019, exacerbated the effect from the US-China trade war which lasted most of 2019. While China has seemingly brought the virus under control, the economies in Asia remain heavily exposed to global exports and international tourism. This leaves the region dependent on how quickly Europe and North America recover from COVID-19. Asia does benefit from relatively high savings rates and the experience of navigating economic shocks in recent decades. This experience coupled with the strong fiscal stimulus, already depressed valuations from the 2019 trade war and Hong Kong student protests leave the region poised to recover more rapidly than Europe.

The United States & Canada saw the most precipitous fall as M&A value dropped 57% in Q1 2020 (\$206bn from \$476bn) versus Q1 2019.<sup>4</sup> Some of these trends had begun to present themselves prior to March but true acceleration of the drop off and pause has been felt more recently. Further, while the effects of recent stimulus announcements have helped to somewhat stabilize the capital markets landscape, the extension of COVID-19 quarantine measures past April now argues for a U-shaped vs. V-Shaped recovery. That said, increased stability in whatever form will lead to opportunistic and selective deployment of capital towards strategic consolidation and alternatives within the M&A market by the back half of the year.

Despite this backdrop, the Consumer sector in the U.S. & Canada demonstrated some resilience when measured by the total number of transactions (as opposed to value) versus Q4 2019 and, to a lesser extent, vs Q1 2019:

- **Consumer Sector:** A total of 171 M&A transactions closed in the U.S. & Canada in Q1 2020 across the Food & Beverage; Retail, Catalog and E- Commerce; and Consumer Discretionary sectors (as defined on page 5). The number of closed M&A transactions in these verticals increased slightly compared to Q4 2019 levels of 168, but decreased compared to Q1 2019 levels of 208. Further, more deals were closed in Q1 2020 (171 deals) than were announced (73 deals). This compares to Q1 2019 when the ratio of closed versus announced were 208 versus 232.
- **Food and Beverage:** The number of transactions closed in the U.S. & Canada Food & Beverage sector was up 3% (103) versus Q4 2019 (100) but down 10.4% versus Q1 2019 (115). In the F&B sector, some notable deals were: PepsiCo agreeing to acquire Rockstar Energy, and Coca-Cola brands agreeing to acquire Fairlife. This suggests that larger companies in the sector are actively expanding product lines to capture changing consumer preferences for healthier options, and to capture new geographic markets.

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- Retail, Catalog and E-Commerce:** Transaction activity in the sector was down 29.5% in Q1 2020 versus Q1 2019 with the closing of 43 deals and 61, respectively. While there is an obvious short-term boost to numbers across categories involving indispensable purchases (with 46.5% of shoppers now “stocking up on essentials”)<sup>5</sup>, COVID-19 appears likely to create a long-term, positive effect on the online retail segment, persuading consumers to further accelerate spending away from physical stores and creating a “new normal.”
- Consumer Discretionary:** The sector was essentially flat in Q1 2020 with 25 transactions compared to 26 in Q4 2019, but represented a 21.9% decrease over Q1 2019. We would expect that Consumer Discretionary likely represents the longest tail to recovery. That said, where consumer discretionary and direct to consumer overlap and merge, the “new normal” may present a number of strategic opportunities that will be quickly realized.

Finally, while pertinent facts and charts are included below, it is worth a moment to reflect more fully on the consumer space in which we specialize. The consumer, as a person rather than a sector -- all of us -- has had our way of life upended. How we shop, learn, communicate, entertain, interact, co-exist, and exist, has been involuntarily maneuvered to a set of rules based upon social distancing and remoteness. This change has brought with it, like all change does, a commensurate amount of uncertainty. The magnitude of the change has made that uncertainty seem, at times, insurmountable. And yet we – all of us – go on shopping, learning, entertaining, interacting, co-existing, and existing. As we come out of this crisis, whether it be in 12 weeks or 12 months, our path back to “normalcy” will be choppy. Indeed, it is most likely that our changes in behavior, whether sought or not, will engender a “new normal” within the consumer, as a person and a sector. Companies that operate in this space will thus need to adapt as well. Having worked with our clients for over 25 years through previous periods of unprecedented change, Tully & Holland stands ready to help with whatever level of analysis, advice, and action you may need. We have been encouraged by the ongoing progress of most of our current assignments despite the existing uncertainty and we see a great deal of opportunity for both investors as well as owners who are looking for solutions. We – all of us – are here for you.

Source(s): 1,2,3,4&5: Merger market Q1 2020 Report., Cap IQ, Tully & Holland Research.

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## Notable Q1 2020 Transactions

Target	Acquirer	Acquisition Summary
		<ul style="list-style-type: none"> <li>Next Glass, the parent company of Untappd, a mobile application for rating and reviewing beer, announced the acquisition of Beer Advocate. Financial terms were not disclosed.</li> <li>The acquisition will allow Untappd to strengthen its bars and restaurants relationships through the breadth of Beer Advocate's consumer rating system and data.</li> </ul>
		<ul style="list-style-type: none"> <li>PepsiCo has entered into a definitive agreement to acquire Rockstar Energy, a U.S.-based energy drink producer, for \$3.85bn.</li> <li>This acquisition is consistent with PepsiCo's prior strategic moves, allowing Pepsi to offer a wider breadth of canned beverage options and consumer choice away from legacy soda options.</li> </ul>
		<ul style="list-style-type: none"> <li>e.l.f Beauty announced the acquisition of beauty brand W3LL People for \$27MM.</li> <li>This transaction will allow e.l.f. to expand its brand portfolio and break into the clean beauty space.</li> </ul>
		<ul style="list-style-type: none"> <li>Forever 21 has reached an \$81 million deal to sell its retail business to a group that includes Simon Property Group, Brookfield Property Partners and Authentic Brands.</li> <li>The acquisition adds to the buyers' portfolio, providing them with a wider consumer reach and expanded footprint.</li> </ul>
		<ul style="list-style-type: none"> <li>Cott, a direct-to-consumer service company focused on water, coffee, and tea service solutions, completed the acquisition of Primo Water in a deal valued at approximately \$775 million.</li> <li>The acquisition is expected to strengthen Cott's presence in the North American market by adding a water solutions business to its portfolio.</li> </ul>
		<ul style="list-style-type: none"> <li>The Coca-Cola company acquired 100% of Fairlife LLC, (up from its previous 42.5% stake) from Select Milk Producers. Financial terms were not disclosed.</li> <li>This control transaction will allow Coca-Cola full strategic direction as it seeks to further diversify its offerings away from legacy soda.</li> </ul>

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**M&A  
Transaction  
Multiples**

**T&H**

**M&A Market Trends**

**T&H Consumer M&A Index\***

Revenue  
(\$ Millions)

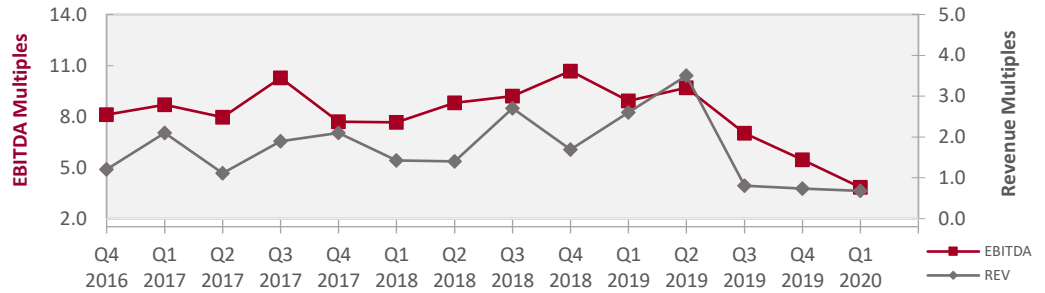
	EV/EBITDA	EV/REVENUE
< \$100	8.52x	1.13x
> \$100	11.43x	2.0x

	EV/EBITDA	EV/REVENUE
NA	NA	NA
	10.8x	0.7x

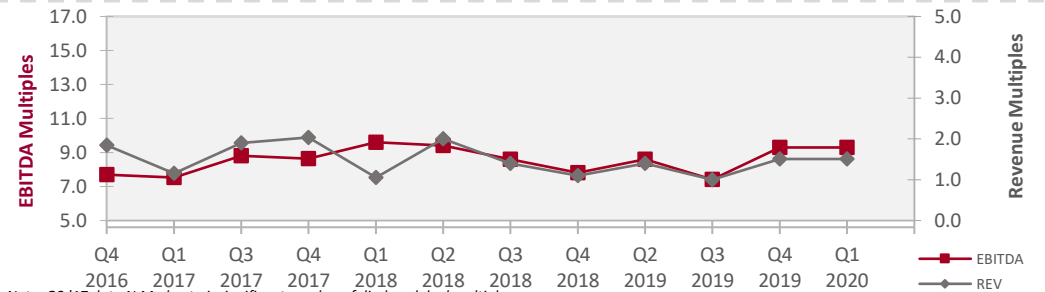
Source: Capital IQ. Data is for Q1 2020. M&A Market Trends Data includes all deals with EBITDA multiples between 3x and 20x. T&H Consumer M&A Index includes Food & Beverage, Retail, Catalogue & E-Commerce, and Consumer Discretionary (as defined on page 6 of this report).  
\*NA: Limited sample size of deals with disclosed multiples.

**M&A Quarterly Market Trends – Enterprise Value Multiples**

**\$0-\$50mm**

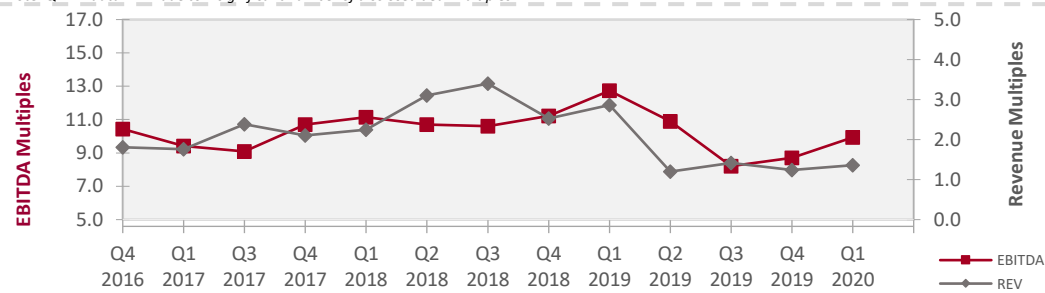


**\$50mm-\$100mm**



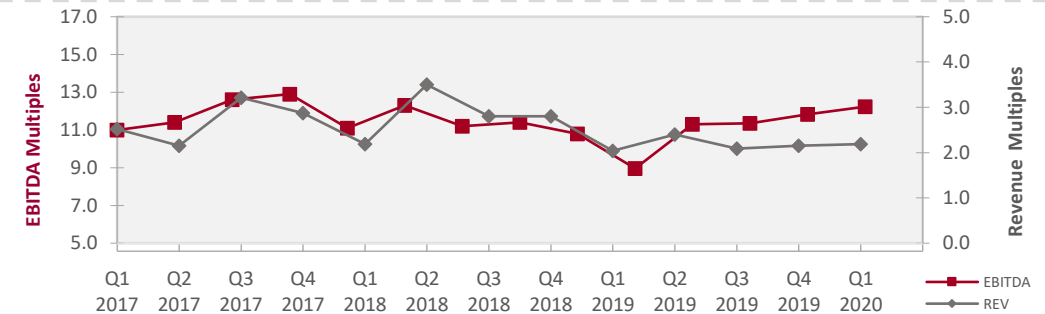
Note: Q2 '17 data N.M. due to insignificant number of disclosed deal multiples

**\$100mm-\$250mm**



Note: Q2 '17 data N.M. due to insignificant number of disclosed deal multiples

**Greater than \$250mm**

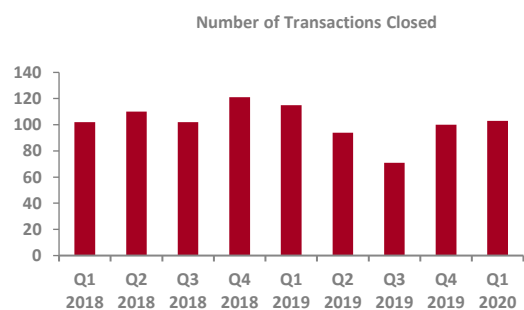


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**Food & Beverage Overview – US & Canada**

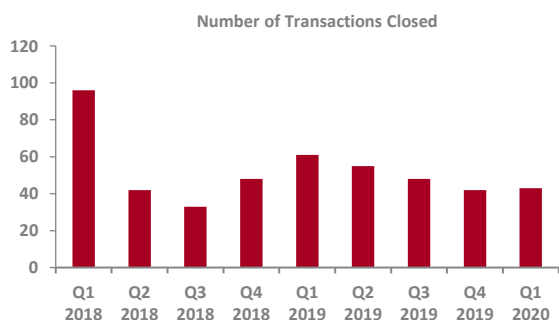


Transaction Value	Q1 2018	Q2 2018	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
Not Disclosed	87	85	78	81	88	75	58	82	87
< \$10 mm	8	11	8	10	11	7	6	5	3
\$10 - 25 mm	1	2	4	7	2	2	2	3	2
\$25 - 50 mm	5	3	4	6	4	1	0	2	0
\$50 - 100 mm	3	1	2	6	1	3	2	4	2
\$100 - 500 mm	6	4	5	7	7	2	3	3	6
> \$500 mm	5	4	1	4	2	4	0	1	3
<b>Total # Quarterly Transactions</b>	<b>102</b>	<b>110</b>	<b>102</b>	<b>121</b>	<b>115</b>	<b>94</b>	<b>71</b>	<b>100</b>	<b>103</b>
<b>% Change vs. Prior Year Period</b>	<b>-17.7%</b>	<b>-19.1%</b>	<b>-11.3%</b>	<b>-8.3%</b>	<b>12.7%</b>	<b>-14.5%</b>	<b>-30.4%</b>	<b>-17.4%</b>	<b>-10.4%</b>

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**

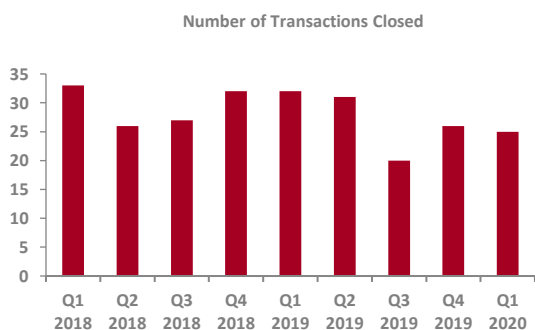


Transaction Value	Q1 2018	Q2 2018	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
Not Disclosed	75	35	22	39	47	41	38	38	33
< \$10 mm	7	1	4	2	5	6	4	0	4
\$10 - 25 mm	3	2	1	2	4	4	1	1	1
\$25 - 50 mm	2	1	5	1	1	2	0	0	0
\$50 - 100 mm	3	1	1	1	0	1	1	2	2
\$100 - 500 mm	4	0	0	3	1	1	4	1	1
> \$500 mm	2	2	0	0	3	0	0	0	2
<b>Total # Quarterly Transactions</b>	<b>96</b>	<b>42</b>	<b>33</b>	<b>48</b>	<b>61</b>	<b>55</b>	<b>48</b>	<b>42</b>	<b>43</b>
<b>% Change vs. Prior Year Period</b>	<b>113.3%</b>	<b>7.7%</b>	<b>-13.2%</b>	<b>-49.5%</b>	<b>-36.5%</b>	<b>31.0%</b>	<b>45.5%</b>	<b>-12.5%</b>	<b>-29.5%</b>

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

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

**Consumer Discretionary Overview – US & Canada**



Transaction Value	Q1 2018	Q2 2018	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
Not Disclosed	27	22	23	24	30	25	17	24	19
< \$10 mm	1	2	2	3	0	2	0	1	1
\$10 - 25 mm	0	0	0	1	1	1	1	0	1
\$25 - 50 mm	1	0	0	1	0	1	2	0	2
\$50 - 100 mm	1	0	0	2	0	0	0	0	0
\$100 - 500 mm	1	1	1	0	1	1	0	0	1
> \$500 mm	2	1	1	1	0	1	0	1	1
<b>Total # Quarterly Transactions</b>	<b>33</b>	<b>26</b>	<b>27</b>	<b>32</b>	<b>32</b>	<b>31</b>	<b>20</b>	<b>26</b>	<b>25</b>
<b>% Change vs. Prior Year Period</b>	<b>-13.2%</b>	<b>8.3%</b>	<b>22.7%</b>	<b>-31.9%</b>	<b>-3.0%</b>	<b>19.2%</b>	<b>-25.9%</b>	<b>-18.8%</b>	<b>-21.9%</b>

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.

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**Food & Beverage M&A Transactions – US & Canada**

(In Food & Beverage M&A 47 deals were announced in Q1 2020 and 103 deals closed)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
3/31/2020	Amethyst Beverage, LLC	Anything Technologies Media, Inc. (OTCPK:EXMT)	-
3/30/2020	Allen Brothers Wholesale Distributors, Inc.	National Convenience Distributors, LLC	-
3/29/2020	TH Foods, Inc.	Kameda Seika Co.,Ltd. (TSE:2220)	Mitsubishi Corporation (TSE:8058); Mitsubishi Corporation (Americas)
3/28/2020	Lucky's Markets stores in Columbus and Cleveland	Dave's Markets Inc	Lucky's Market Parent Company, LLC
3/27/2020	Assets of Earth Fare, Inc. in Gunbarrel Road and Asheville	Whole Foods Market Group, Inc.	Earth Fare, Inc.
3/26/2020	Tollden Farms Inc.	United Raw Pet Foods Inc.	-
3/25/2020	Carrot Operations of Rousseau Farming Company	Wm. Bolthouse Farms, Inc.	Rousseau Farming Company
3/25/2020	Georgetowne store in Brooklyn	Seven Seas Georgetowne, LLC	Fairway Group Holdings Corp.
3/24/2020	Rochester Meat Company, Inc.	Latina Boulevard Foods, LLC	-
3/24/2020	First Start Holdings Inc.	Grays Peak Capital LP	-
3/20/2020	North American Frozen Manufacturing Business of Dawn Food Products, Inc.	Rise Baking Company	Dawn Food Products, Inc.
3/18/2020	Casbah Sahara Natural Foods, Inc.	US Durum Products Ltd.	The Hain Celestial Group, Inc. (NasdaqGS:HAIN)
3/18/2020	Europe's Best, Inc.	Nature's Touch Frozen Foods, LLC	Hain-Celestial Canada, ULC
3/16/2020	Assets of Arro Corporation's Food Processing and Ingredients Division	Mount Franklin Foods, LLC	-
3/14/2020	Quinlan Brothers Ltd.	Royal Greenland A/S	-
3/13/2020	Artisan Growers Ltd.	Champignon Brands Inc. (CNSX:SHRM)	-
3/12/2020	Bavarian Meat Products, Inc.	Premium Brands Holdings Corporation (TSX:PBH)	-
3/12/2020	The Assets of Summits Food Division of Colabor Group Inc. (TSX:GCL)	Flanagan Foodservice Inc.	Colabor Group Inc. (TSX:GCL)
3/12/2020	34 Giant Tiger stores of The North West Company Inc.	Giant Tiger Stores Limited	The North West Company Inc. (TSX:NWC)
3/12/2020	Diamond Creek Vineyards Winery LLC	Champagne Louis Roederer S.A.	-
3/11/2020	Rockstar, Inc.	PepsiCo, Inc. (NasdaqGS:PEP)	-
3/11/2020	Substantially all of the assets of Omega Sea LLC	Spectrum Brands Pet LLC	OmegaSea, LLC
3/10/2020	20 Stores in Arkansas and Missouri	Harps Food Stores, Inc.	Town And Country Grocers Of Fredericktown, Missouri, Incorporated
3/10/2020	1,850-acre Almond Orchard in Fresno County	Gold Leaf Farming, LLC	-
3/10/2020	Salty Nut Brewery LLC	Straight To Ale Brands Inc	-
3/9/2020	Substantially All Assets of Mountain Valley Water Co.	DS Services of America, Inc.	Mountain Valley Water Co.
3/6/2020	STROMBERG'S UNLIMITED, INC.	Mann Lake, Ltd.	-
3/6/2020	Certain soil processing assets of WinField United	Trace Genomics, Inc.	WinField United
3/6/2020	Smart Foodservice Stores LLC	US Foods, Inc.	Smart & Final Stores, Inc.
3/6/2020	Farmers Fresh Mushrooms California, Inc.	Farmers' Fresh Mushrooms Inc.	-
3/5/2020	Ransom Wine Co. & Distillery	Integrated Beverage Group LLC	-
3/5/2020	Engelman's Bakery Inc.	Shoreline Equity Partners, LLC	-
3/5/2020	Performance Brand and Feed, Grain, Trucking and Agronomy Assets from Hanby Farms, Inc.	Heritage Cooperative Inc.	Hanby Farms, Inc.
3/4/2020	Freak'N Brewing facility operations	Throne Brewing Company	Freak'N Brewing Company
3/3/2020	New Columbia Distillers LLC	MGP Ingredients, Inc. (NasdaqGS:MGPI)	-
3/2/2020	Virginia's Kitchen, LLC	Curaleaf Holdings, Inc. (CNSX:CURA)	-
3/2/2020	Milwaukee Brewing Company	Liquid Collective LLC	-
3/2/2020	Eight Grocery Stores	-	Town And Country Grocers Of Fredericktown, Missouri, Incorporated
3/2/2020	Island Natural, Inc.	Nassau Candy, Inc.	-
2/28/2020	G-F-F Corporation	Homeland Stores, Inc.	-
2/28/2020	Eire Born Spirits LLC	Becele, S.A.B. de C.V. (BMV:CUERVO *)	-
2/27/2020	Plenty-Full Food Services Corp.	1237696 BC Ltd.	-
2/27/2020	Schoep's Ice Cream Co., Inc.	Brothers International Desserts Inc.	-
2/26/2020	Assets of Infusion Works Inc.	City View Green Holdings Inc. (CNSX:CVGR)	Infusion Works Inc.
2/26/2020	Calyx Brands, Inc.	-	Nutritional High International Inc. (CNSX:EAT)
2/26/2020	Granite Seed Company	S&S Seeds, Inc.	Marwit Capital
2/25/2020	Give and Go Prepared Foods Corp.	Mondelez International, Inc. (NasdaqGS:MDLZ)	Thomas H. Lee Partners, L.P.
2/25/2020	Animal Supply Company, LLC	Phillips Feed Service, Inc.	Summit Partners, L.P.; Goldman Sachs Asset Management, L.P.
2/24/2020	Sandbanks Estate Winery Inc.	Arterra Wines Canada, Inc.	-
2/24/2020	Fresh Foods Corporation Of America	Sara Lee Frozen Bakery	-
2/23/2020	The Best Chocolate in Town, Inc.	-	-
2/21/2020	Hint Inc.	-	Fidia Holding S.P.A.
2/21/2020	Music City Beer Company LLC	Fat Bottom Brewing Co.	-
2/20/2020	Sadler's Smokehouse, Ltd.	Hormel Foods Corporation (NYSE:HRL)	-
2/20/2020	Tropical Aquaculture Products, Inc.	Geneseas Holding S.A.	-
2/20/2020	Brekki LLC	-	-
2/19/2020	Farmwise LLC	B&G Foods, Inc. (NYSE:BGS)	Cleveland Avenue LLC
2/19/2020	Jersey Junction, Inc.	-	-
2/18/2020	The Quit Company, LLC	B & B Systems, Inc.	-
2/18/2020	Lancaster Foods, LLC	The Coastal Companies	Guest Services, Inc.

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

Announced Date	Target/Issuer	Buyers/Investors	Sellers
2/18/2020	Celtrade Canada Inc.	STIR Foods, LLC	Argosy Partners Ltd.
2/18/2020	Five Production Facilities and Ledbetter Branded Retail Products of Empire Packing Company, L.P.	JBS USA Food Company, LLC	Empire Packing Company, L.P.
2/18/2020	Toogood Estate Winery, Inc.	-	-
2/17/2020	American Nutrition, Inc.	C. J. Foods, Inc.	-
2/17/2020	Assets of Dean Foods Company	Dairy Farmers of America, Inc.	Dean Foods Company and other parties
2/14/2020	TJ's Market, Inc.	-	-
2/14/2020	Allisonville Home & Garden by Sullivan	-	-
2/13/2020	Flo Beverages, LLC	Kona Gold Solutions, Inc. (OTCPK:KGKG)	-
2/13/2020	Double Quick, Inc.	Refuel, Inc.	-
2/12/2020	Kronos Foods Corp.	Entrepreneurial Equity Partners LP	Grey Mountain Partners, LLC
2/12/2020	Hemp4mula CBD Confections Operations of Kali, Inc.	Puration, Inc. (OTCPK:PURA)	Kali, Inc. (OTCPK:KALY)
2/11/2020	TRO of NC, Inc.	The Cigarette Store Corp.	-
2/10/2020	Mulch Manufacturing, Inc.	National Storm Recovery Inc. (OTCPK:NSRI)	-
2/10/2020	Trident Beverage, Inc.	Ronnoco Coffee Company	-
2/10/2020	Cawoods Produce, Inc.	Florida Veg Investments LLC	-
2/7/2020	Fortune Fish Company Inc.	Investcorp Holdings B.S.C. (BAX:INVCORP)	-
2/6/2020	NuWave Foods Inc.	Blackhawk Growth Corp. (CNSX:BLR)	-
2/6/2020	Grieg NL Seafarms Ltd	Grieg Seafood ASA (OB:GSF)	Ocean Choice International Inc.; Kvasshøgdi AS; Grieg Kapital AS
2/6/2020	Edible Bean Business of Scoular	Cooperative Elevator Co.	The Scoular Company
2/5/2020	Quinoa Operations of Andean Naturals Inc.	Ardent Mills, LLC	Andean Naturals Inc.
2/5/2020	Assets of Érablier Inc.	Mondias Natural Products Inc. (TSXV:NHP)	Érablières des Alléghanys, Inc.
2/5/2020	Charlestowne Premium Beverage Inc.	1st Prestige Wealth Management, Inc. (OTCPK:FPWM)	-
2/5/2020	Assets of Bama ICEE Distributors LLC	The ICEE Company	Bama ICEE Distributors LLC
2/5/2020	Produce Alliance, LLC	Buyers Edge Platform, LLC	-
2/4/2020	New Production Facility Located in Saint Charles, Missouri	TNT Crust, Inc.	-
2/4/2020	Morey's Seafood International, LLC	SeaPak Shrimp & Seafood Company	Acuity Capital Partners, LLC
2/4/2020	Lucky's Market Store	Hitchcock & Sons, Inc.	Lucky's Market Parent Company, LLC
2/3/2020	Substantially all of the assets of Cambridge Packing Company, Inc.	The Chefs' Warehouse, Inc. (NasdaqGS:CHEF)	Cambridge Packing Company, Inc.
2/1/2020	Clear Springs Foods, Inc.	Riverence Holdings LLC	-
1/31/2020	Marroquin Organic International, Inc.	AGRANA Beteiligungs-Aktiengesellschaft (WBAG:AGR)	-
1/31/2020	S&D Coffee, Inc.	Westrock Coffee Company, LLC	Primo Water Corporation (TSX:PRMW)
1/31/2020	RBI Ventures Ltd. (TSXV:RBI.H)	Tevano Payment Systems Inc.	-
1/31/2020	Sprecher Brewing Company, Inc.	Silicon Pastures LLC	-
1/31/2020	Produits Alimentaires Berthelet, Inc.	Solina Group SAS	-
1/30/2020	Mochi Ice Cream Company	Lakeview Capital Inc.	Century Park Capital Partners, LLC
1/30/2020	Cavalier Agrow Ltd.	G-Mac's AgTeam Inc.	-
1/30/2020	XYZ Beverage LLC	Constellation Brands, Inc. (NYSE:STZ)	-
1/29/2020	Banded Peak Brewing Ltd.	Labatt Brewing Company Limited	-
1/29/2020	Seven Locations of Lucky's Market Parent Company, LLC	-	Lucky's Market Parent Company, LLC
1/28/2020	Portfolio of Wines of Niven Family Wine Estates	WX	Niven Family Wine Estates
1/28/2020	Wine & Spirits Distribution Business	CC One Virgin Islands, LLC	Southern Glazer's Wine and Spirits, LLC
1/28/2020	Stores of K. V. Mart Co.	Numero Uno Market, Inc.	K. V. Mart Co.
1/27/2020	All Assets Of Sid Wainer & Son, Inc.	The Chefs' Warehouse, Inc. (NasdaqGS:CHEF)	Sid Wainer & Son, Inc.
1/27/2020	G&W Distilling Inc.	Labatt Brewing Company Limited	-
1/27/2020	Six Shopko Stores in United States	Hy-Vee, Inc.	-
1/27/2020	Eleven locations of Lucky's Market	Publix Super Markets, Inc.; ALDI Inc.	Lucky's Market Parent Company, LLC
1/27/2020	RB Foods, Inc.	The Good Bean, Inc.	L Catterton Partners; 2x Consumer Products Growth Partners; CapX Partners, Investment Arm; BFY Capital Fairway Group Holdings Corp.
1/23/2020	5 New York City stores and Distribution Center of Fairway Group Holdings Corp.	Village Super Market, Inc. (NasdaqGS:VLGE.A)	-
1/23/2020	Superior Ice Company Inc.	Arctic Glacier Income Fund (OTCPK:AGUN.F)	-
1/23/2020	Limitless Coffee, LLC	Keurig Dr Pepper Inc. (NYSE:KDP)	-
1/22/2020	Business of Sweet Nature Inc.	Green Boy Group B.V.	Sweet Nature Inc.

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

Announced Date	Target/Issuer	Buyers/Investors	Sellers
1/22/2020	Atwater Brewing Co.	Tenth and Blake Beer Company	-
1/21/2020	Wasatch Arborists, Inc.	SavATree	-
1/21/2020	SFFI Company, Inc.	Renaissance Food Group, LLC	-
1/20/2020	Westbloom Inc.	JUSU BAR INC.	-
1/17/2020	Ultra-Clean Label CBD Beverage Products of MCTC Holdings Inc.	hempSMART Ltd.	MCTC Holdings, Inc. (OTCPK:MCTC)
1/17/2020	Brown-Thompson General Partnership/7-Eleven, L.L.C.	7-Eleven, Inc.	-
1/17/2020	Brown-Thompson General Partnership/7-Eleven, L.L.C.	7-Eleven, Inc.	-
1/17/2020	Inform Brokerage Inc.	Premium Brands Holdings Corporation (TSX:PBH)	-
1/16/2020	Minerco, Inc. (OTCPK:MINE)	Mushrooms International Enterprises	-
1/16/2020	Category One Botanicals, LLC	-	CannaGrow Holdings, Inc (OTCPK:CGRW)
1/16/2020	Thrushwood Farms Quality Meats, Inc.	Western's Smokehouse, LLC	-
1/16/2020	Rizzuto Foods Inc.	Rich Products Corporation	-
1/15/2020	Outer Galactic Chocolates LLC	Mendo Distribution and Transportation, LLC	-
1/15/2020	Processing Plant in St. Anthony of St. Anthony Seafoods Limited Partnership	Clearwater Seafoods Incorporated (TSX:CLR); Quin Sea Fisheries Limited	St. Anthony Seafoods Limited Partnership
1/15/2020	Schlaffly Bankside	The Saint Louis Brewery, LLC	-
1/15/2020	Seattle Fish Company International	Fortune Fish Company Inc.	Seattle Fish Company
1/14/2020	Dunn's River Brands, LLC	Purity Organic, LLC	Fireman Capital Partners LLC
1/14/2020	The Garden Dept. Corp.	SiteOne Landscape Supply, Inc. (NYSE:SITE)	-
1/14/2020	Selma's Cookies, Inc.	Byrd Cookie Company, Inc.	-
1/14/2020	Business and Brand of Le Boulanger, Inc.	Athens Baking Company, Inc.	Le Boulanger, Inc.
1/14/2020	Edmonton I, II and III facilities	2238501 Alberta Ltd.	Radiant Technologies Inc. (TSXV:RTI)
1/13/2020	Primo Water Corporation	Primo Water Corporation (TSX:PRMW)	-
1/13/2020	Two In-Store Bakery Manufacturing Plants of Treehouse Foods, Inc.	Rich Products Corporation	TreeHouse Foods, Inc. (NYSE:THS)
1/13/2020	CropMetrics LLC	CropX inc.	-
1/12/2020	Point Lobster Company, Inc.	Europa South Restaurant	-
1/10/2020	Bonny Doon Winery, Inc.	WarRoom Ventures, LLC	-
1/10/2020	New plant in Portland	Blount Fine Foods Corp.	-
1/9/2020	64-Acre Greenhouse of SunSelect Produce (California) Inc.	Equilibrium Capital Group, LLC	SunSelect Produce (California) Inc.
1/9/2020	Florida Veg Investments LLC	Shoreline Equity Partners, LLC	-
1/7/2020	Creminelli Fine Meats, LLC	Daniele International, Inc.	-
1/7/2020	Pamela's Products, Inc.	Quinoa Corporation	-
1/7/2020	The Lion Brewery, Inc.	Encore Consumer Capital, LP	Blue Point Capital Partners, LLC
1/7/2020	Eating with the Seasons Inc. & EJ Food Distributor Inc.	GrubMarket, Inc.	-
1/6/2020	Medical Marihuana Group Corporation/Medical Marijuana Group Consulting Ltd.	Sensi Brands Inc.	Golden Leaf Holdings Ltd. (CNSX:GLH)
1/6/2020	Wholesome Sweeteners, Inc.	Falcon Investment Advisors, LLC; PNC Bank, National Association	Quilvest Private Equity Ltd.; BNY Mellon-Alcentra Mezzanine Partners; Arlon Group LLC
1/6/2020	Two Rice Milling Operations in Stuttgart, Arkansas	Producers Rice Mill, Inc.	Sage V Foods, LLC
1/3/2020	America's Food Technologies, Inc.	Sunny Sky Products, LLC	-
1/3/2020	fairlife, LLC	The Coca-Cola Company (NYSE:KO)	Select Milk Producers, Inc.
1/2/2020	EnviroFlight, LLC	Darling Ingredients Inc. (NYSE:DAR)	Precigen, Inc. (NasdaqGS:PGEN)

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

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

(In Retail, Catalog & E-Commerce 18 M&A deals were announced in Q1 2020 and 43 deals closed)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
3/27/2020	Dermserv LLC	Emerald Organic Products Inc.	-
3/26/2020	BuyCBDonline.com/CBDplanet.com	-	-
3/23/2020	Bittner Vending, Inc.	AVI Foodsystems, Inc.	-
3/23/2020	McCrary Supply Corporation	Kenny Pipe & Supply, Inc.	-
3/18/2020	All assets of Shredded Supplements LLC	Legend Nutrition, Inc.	Shredded Supplements LLC
3/17/2020	Field & Stream Store in Crescent Springs, Kentucky of DICK'S Sporting Goods, Inc.	Sportsman's Warehouse Holdings, Inc. (NasdaqGS:SPWH)	DICK'S Sporting Goods, Inc. (NYSE:DKS)
3/17/2020	Field & Stream Store in Kalamazoo, Michigan of DICK'S Sporting Goods, Inc.	Sportsman's Warehouse Holdings, Inc. (NasdaqGS:SPWH)	DICK'S Sporting Goods, Inc. (NYSE:DKS)
3/12/2020	Direct Selling Division of Youngevity International, Inc.	-	Youngevity International, Inc. (NasdaqCM:YGYI)
3/11/2020	Bridgeport Building Center	Nation's Best Holdings LLC	-
3/11/2020	Beau-coup Swoozie's LLC	Beyond Brands Group, LLC	Gart Capital Partners
3/10/2020	Southern Minnesota Franchise of Budget Blinds	-	-
3/9/2020	Assets of Bluestem Brands, Inc.	-	Bluestem Brands, Inc.; North Star Holdings Inc.
3/5/2020	Bestop Morris LLC	AutoAnything, Inc.	-
3/5/2020	La Z Boy Furniture Galleries(R) Stores In Seattle Market	La-Z-Boy Incorporated (NYSE:LZB)	-
3/3/2020	Value Plus Flooring, Inc.	Artisan Design Group	-
3/3/2020	Harper Cycle Works, LLC	Nivel Parts & Manufacturing Co., LLC	-
3/3/2020	Ace Canada business of Rona Inc.	-	Rona Inc.
3/3/2020	Certain Assets of Elevated Agricultural Solutions LLC	MJ Harvest, Inc. (OTCPK:MJHI)	Elevated Agricultural Solutions LLC
3/2/2020	Team Sports of Universal Athletic Service, Inc.	Athletic Supply, Inc.	Universal Athletic Service, Inc.
3/2/2020	OCG, Inc.	Item 9 Labs Corp. (OTCPK:INLB)	-
2/28/2020	30 Shuttered Papyrus Stores	Paper Source, Inc.	Schurman Retail Group
2/27/2020	ASLU LLC	Bedford Ventures Inc.	Gemcap Lending I, LLC
2/26/2020	Assets of Healthy Harvest	GrowGeneration Corp. (NasdaqCM:GRWG)	Healthy Harvest
2/25/2020	Beep Technologies, Inc.	RepairSmith, Inc.	Index Ventures; Felicis Ventures; Y Combinator Management LLC; NextView Ventures; NextGen Venture Partners
2/24/2020	Yandy LLC	PEI Holdings, Inc.	-
2/24/2020	Nation's Best - Lambert, LLC	Nation's Best Holdings LLC	-
2/24/2020	Groom & Sons, LLC	Nation's Best Holdings LLC	-
2/20/2020	Victoria's Secret Stores, LLC	Sycamore Partners Management, L.P.	L Brands, Inc. (NYSE:LB)
2/20/2020	Three Franchised Roche Bobois Stores on U.S. West Coast	Roche Bobois S.A. (ENXTPA:RBO)	-
2/18/2020	PersonalizationMall.com, LLC	800-Flowers, Inc.	Bed Bath & Beyond Inc. (NasdaqGS:BBBY)
2/14/2020	Proxibid, Inc.	TA Associates Management, L.P.	Primus Capital
2/11/2020	Gorilla Commerce	Trilantic Capital Management L.P.	-
2/10/2020	BudCars Cannabis Delivery Service	Sugarmade, Inc. (OTCPK:SGMD)	Indigo Dye Group Corp.
2/9/2020	SHI Sapphire Holdings International LLC	Medivie Therapeutic Limited (TASE:MDVI)	-
2/9/2020	Coogan-Gildersleeve Appliances, Inc.	Keith's Appliances	-
2/8/2020	Assets of Oakes Bros., Inc.	Bethel Mills, Inc.	Oakes Bros., Inc.
2/8/2020	Assets of Fogg's Hardware & Building Supply Inc.	Bethel Mills, Inc.	Fogg's Hardware & Building Supply, Inc.
2/7/2020	Riverwood Drapery Co. Inc.	Hirshfield's, Inc.	-
2/6/2020	Promaster Air Conditioning LLC	Air Pros, LLC	-
2/5/2020	North Bend Ace Hardware, LLC	Westlake Hardware, Inc.	-
2/4/2020	Golden State Activewear Holdings, Inc.	Broder Bros., Co.	-
2/3/2020	Assets of Stone Lumber	Sunpro Corporation	Stone's, Inc.
2/3/2020	People's Kush	ManifestSeven	-
2/3/2020	Do it Best Commerce Company, LLC	Cashel Enterprises Inc	-
2/2/2020	All Assets of Forever 21, Inc.	Simon Property Group, Inc.; Authentic Brands Group LLC; Brookfield Property Partners L.P.	Forever 21, Inc.
1/31/2020	Stein Mart, Inc. (NasdaqCM:SMRT)	Kingswood Capital Management, LLC	-
1/27/2020	Assets of RoamAmore Inc.	eDreams ODIGEO S.A. (BME:EDR)	RoamAmore Inc.
1/24/2020	HotBox Holdings Inc.	Friendly Stranger Holdings Corp.	-
1/24/2020	Doritex Corporation	Cintas Corporation (NasdaqGS:CTAS)	-
1/23/2020	Jewel Box Florist Inc.	Capitol Hill Florist, Inc.	-
1/23/2020	Substantially all of the assets of Record Town, Inc	Sunrise Records & Entertainment Limited	Record Town, Inc.; Suncoast Motion Picture Company; Trans World New York, LLC; Trans World Florida, LLC; Record Town Utah, LLC
1/17/2020	BUDEKE'S INCORPORATED	McCormick Paints Inc.	-
1/15/2020	Opening Ceremony, LLC	New Guards Group Holding S.p.A	Berkshire Partners LLC
1/13/2020	A Robust E-commerce Platform, Hollar.com	Five Below, Inc. (NasdaqGS:FIVE)	Hollar Inc.
1/9/2020	Work World America, Inc.	Gart Capital Partners	-
1/9/2020	B.E.M. Enterprises, Inc.	-	-
1/8/2020	Quantum Networks, LLC	Advantage Solutions Inc.	-
1/7/2020	Team Sports Business of Wayne Sporting Goods Co. Inc.	BSN Sports, LLC	Wayne Sporting Goods Co. Inc.
1/6/2020	Wagner Supply Co., Inc.	BCPE Empire Holdings, Inc.	-
1/6/2020	Filament	Wired Custom Lighting, INC	-
1/6/2020	Hills Point Industries, LLC	Trilantic Capital Management L.P.	-

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

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## Consumer Discretionary M&A Transactions – US & Canada

(In Consumer Discretionary M&A 8 deals were announced in Q1 2020 and 25 deals closed)

Announced Date	Target/Issuer	Buyers/Investors	Sellers
3/31/2020	The Barrel House Cooker Company, LLC	-	-
3/26/2020	Food service Divisions of The Homer Laughlin China Company and The Hall China Company	Steelite International USA Inc	The Fiesta Tableware Co.; The Hall China Company
3/9/2020	Marucci Sports LLC	Compass Diversified Holdings LLC (NYSE:CODI)	Envisage Equity, LLC
3/6/2020	Old World Traditions	AZ Faux Beams	-
3/3/2020	Cosmetic Laboratories of America, Inc.	Knowlton Development Corporation	The Visual Pak Companies
3/2/2020	Paralogics, LLC	Calumet Specialty Products Partners, L.P. (NasdaqGS:CLMT)	-
2/26/2020	Silipint, Inc.	E&A Industries, Inc.	-
2/25/2020	Alexis Manufacturing	Roll & Hill, LLC	-
2/24/2020	W3ll People, Inc.	e.l.f. Beauty, Inc. (NYSE:ELF)	-
2/21/2020	Cloud B, Inc.	Pearl 33 Holdings, LLC	Edison Nation, Inc. (NasdaqCM:EDNT)
2/21/2020	Superior Quilting Limited	Mahajan Home Limited	-
2/19/2020	Animal Adventure, LLC	Dan-Dee International Limited	Spell Capital Partners, LLC
2/19/2020	Certain Team Sports Businesses of Longstreth Sporting Goods, LLC	BSN Sports, LLC	Longstreth Sporting Goods, LLC
2/18/2020	Redlands, California Upholstered Furniture Manufacturing Facility of La-Z-Boy Incorporated	-	La-Z-Boy Incorporated (NYSE:LZB)
2/12/2020	Laser Pegs Ventures, LLC	Markan Industrial Group Ltd.	-
2/12/2020	Cabrinhakites, Inc.	Water Bound Investments, Inc.	-
2/4/2020	Certain Assets of Cycle Sports Business of Pioneer Corporation	Shimano Inc. (TSE:7309)	Pioneer Electronics (USA) Inc.
2/3/2020	Village Candle Inc.	Stonewall Kitchen, LLC	-
2/3/2020	Step Skating Blades Inc.	Sport Maska Inc.	-
1/29/2020	New Avon Company	-	-
1/29/2020	PROVEN	Belcorp Ventures S.A	-
1/29/2020	Helloava, Inc.	Belcorp Ventures S.A	-
1/27/2020	Fender Musical Instruments Corporation	Servco Pacific Capital	TPG Growth
1/27/2020	TK Classics	Twin-Star International, Inc.	-
1/24/2020	Substantially All Of The Assets Of Sherwood Bedding Group, LLC	Tempur Sealy International, Inc. (NYSE:TPX)	Sherwood Bedding Group, LLC
1/24/2020	The assets of Pilini Marine	Statement Marine LLC	Pilini Marine Technologies, LLC
1/22/2020	Zija International, Inc.	Isagenix International, LLC	-
1/22/2020	Our House Designs, Inc.	-	-
1/20/2020	CSS Industries, Inc.	IG Design Group Americas Inc.	-
1/16/2020	Slackline Industries Inc.	In-Sport Fashions Inc.	Canaima Outdoors Inc.
1/15/2020	Robotics and Artificial Intelligence assets of Anki, Inc.	Digital Dream Labs, LLC	Anki, Inc.
1/8/2020	Billie Inc.	The Procter & Gamble Company (NYSE:PG)	Silverton Partners; Greycroft Partners LLC; Goldman Sachs Private Capital Investing group; FFF Management Co., LLC; Lakehouse Ventures
1/3/2020	Fitness Equipment Services, LLC	Dyaco International Inc. (TSEC:1598)	-

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

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## About Tully & Holland

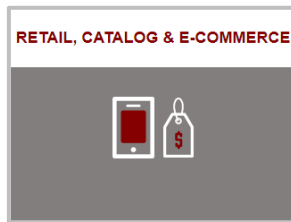
Tully & Holland is a leading Boston-based investment banking advisory firm offering highly customized M&A and corporate advisory to consumer product companies in the US and abroad. Founded in 1992, our seasoned team brings decades of extensive industry and investment banking expertise and the proven 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

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