



AGRIBUSINESS REPORT

Explore M&A Activity, Capital Market
Conditions and Current Trends for the
Agribusiness Industry



2H 2019

SDR*Ventures*

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Industry Overview

The extended ag downturn has taken its toll on several large agribusiness participants, particularly in the dairy industry. Dean Foods, the largest milk processor in the U.S., announcing it was seeking Chapter 11 bankruptcy protection in November, and with Borden Dairy Co. following suit in the first week of January. The U.S. dairy industry has been plagued by a series of setbacks, including a 50% drop in exports to China (as a result of import tariffs imposed by China in 2018), and a steady decline in consumption. With approximately 2,700 U.S. producers going out of business in 2019, raw milk supply has tightened, pushing up wholesale prices while retail prices weakened; squeezing margins for processors.

According to the USDA, U.S. farm debt has reached record levels and 2019 farm bankruptcies rose 24% over 2018. U.S. farmers received \$33 billion in aid related to trade assistance, disaster assistance, the Farm Bill and insurance indemnities; aid that amounts to approximately 40% of total farm receipts and is in excess of the 2008 bailout of the U.S. auto industry.

Despite the industry challenges, U.S. producer sentiment remained relatively flat over the second half of 2019 and recovered quite dramatically from the first half of the year. According to the Ag Barometer, a survey-based indicator prepared by Purdue University and the CME. Over the June/July period, improved sentiment was driven largely by a rise in crop prices and USDA payment announcements.

The Canadian Agribusiness Industry also experienced a series of setbacks and challenges in 2019, not the least of which have been growing diplomatic frictions with China, that have dramatically impacted the industry. China imposed a ban on canola, beef and pork imports from Canada (beef and pork import bans were later lifted), as direct retaliation for the arrest of Huawei executive, Meng Wanzhou, the daughter of the tech firm's founder. Meng was arrested under Canada-U.S. extradition laws and faces charges in the U.S. for violating U.S. sanctions on Iran.

SDR tracked 76 transactions involving businesses participating in and serving the Agribusiness Industry during the second half of 2019, with a median multiple of 0.8x revenue. This compares to 97 transactions, with a median multiple of 0.7x revenue in the first half of 2019 and to 117 transactions with a median multiple of 1.1x revenue in the second half of 2018.

Machinery & Equipment, Proteins, Crop/Turf/Ornamental Inputs, Ag Tech and Services and Animal Health and Nutrition were the most active M&A segments during the second half of 2019.

The average EBITDA multiple for publicly traded Agribusiness companies was 13.1x LTM EBITDA by the end of the second half of 2019, up from 12.6x at the end of June 2019, with the Ag Technologies and Services segment the highest at 28.4x and Distribution, the lowest at 9.8x.

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ABOUT SDR

Established in 2002, SDR Ventures has developed deep M&A and capital transaction knowledge and expertise. SDR offers transaction advisory, private capital formation and business consulting services across a wide range of industries. We serve business owners and operators of privately held companies and provide them with a professional-class experience.

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Trends To Watch

One segment of the overall Agribusiness Industry that has experienced significant growth is the hemp business. With the passing of the 2018 U.S. Farm Bill, which eased restrictions on hemp production, acreage expanded dramatically: from approximately 77,000 acres in 2018 to over 150,000 acres in 2019. In Canada, acreage also doubled from about 40,000 acres in 2018 to over 80,000 in 2019. Commercial hemp can be used for its fiber to make wide range of products, and its flowers and seeds can be used for its CBD (Cannibidiol) as oils, extracts and isolates. CBD has been shown to have some beneficial health benefits, such as reducing anxiety and for treating epilepsy, amongst others. CBDs are now being added to a wide range of food products. The seed is also used as an excellent nutritional source of Omega-3 and 6 and amino acids.

However, like many agricultural products, oversupply can happen overnight. Unfortunately, market prices for hemp-derived products have fallen substantially since the beginning of 2019. Like many emerging markets, finding the right balance takes time.

Major developments in the area of global trade have advanced the interests of many agricultural segments in both the U.S. and Canada. The recent China-U.S. phase-one deal sets an annual import objective of approximately \$40 billion of U.S. agricultural products by China, which is \$16 billion over its record 2017 imports. This will create some unique challenges for both U.S. suppliers and Chinese importers.

Soybeans have been one of the commodities most affected by the trade war. However, since the outbreak of African Swine Fever, Chinese demand has declined sharply. Furthermore, the annual target will cut into Chinese imports from other countries and there are already indications that the EU and Brazil will challenge the deal at the WTO.

A host of fresh and processed fruit and vegetable exporters also stand to benefit from the phase-one deal, as import tariffs are lifted along with other structural non-trade barriers, such as phyto-sanitary protocols.

Also, on the trade front, the USMCA deal is now set to be ratified in all three countries and is being applauded by most commodity groups across the sector, with a few notable exceptions. Fresh fruit and vegetable producers in Florida and some other States, such as Georgia, opposed the deal, based on its lack of protection from seasonal dumping from producers in Mexico. Canadian dairy farmers are also on the losing end of the deal as U.S. dairy producers will now be allowed increased access to the Canadian market. Nevertheless, implementation of the new deal will remove market uncertainty and major impediments to growth for the highly integrated agri-food industry.

Key Transactions

In November, Wilbur-Ellis announced it had acquired specialty liquid chemical manufacturer Nachurs Alpine Solutions (NAS). With seven manufacturing plants located at strategic locations throughout Canada and the U.S., the company has a strong leadership position in the liquid starter fertilizer market. Although NAS will operate as a discrete division of Wilbur Ellis, the business anticipates significant synergies with its existing agribusiness, nutrition and specialty chemical divisions.

"NAS is a great strategic fit for Wilbur-Ellis," said Wilbur-Ellis' CEO John Buckley. "It supports our One Wilbur-Ellis strategy, which promotes collaboration and leveraging our resources, experiences and knowledge across our businesses to add value and better serve customers."

Also, in the crop input segment, agribusiness giant JR Simplot announced in November its intention to acquire Apollo-backed Pinnacle Agriculture and its plan to integrate the business with its Agribusiness group. This combined Agri-retail unit will consist of approximately 200 locations and 2,700 employees, according to a company press release. The additional locations, particularly in the mid-west and southern U.S. were highly complementary to Simplot's Agri-retail presence west of the Mississippi. The combined business will be the 3rd largest Agri-retailer in the U.S. behind Nutrien and Helena (on a revenue basis).

Pinnacle has been highly acquisitive since its formation in 2012, incurring significant levels of debt along the way. The business was recapitalized in 2017, however its debt was downgraded by Moody's in September of 2018 and again in



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September 2019. As of June 2019, Pinnacle's debt/EBITDA as adjusted by Moody's rose to 12.3x.

Several other PE firms have been active in the Agribusiness Industry in the second half of 2019, including Paine Schwartz and Wind Point Partners. Paine invested in and took a 30% equity interest in the table grape variety developer, AM Fresh Group and provided growth equity for precision ag/agronomics service provider, Advanced Agrilytics, during the fall. Its portfolio company, FoodChain ID, acquired Diversified Labs, a business focused on the analysis of pesticide, chemical and antibiotic residues in food and animal feed products.

Paine also provided financing and facilitated the merger between stone fruit producer Gerawan Farms and Wawona.

Dan Gerawan, the combined company's CEO said, "At Gerawan, innovating on a large scale to grow, pack and ship the world's best fruit has been key to our success, and those efforts have always hinged on investing in our employees. These same values underpin Wawona's success. This merger is an exciting next step to unlock the full potential of both companies."

Wind Point Partners' portfolio company, Pestell Group, announced it had acquired Pro-Ag Products and Verus Animal Nutrition in August and Premier Ag Resources in November.

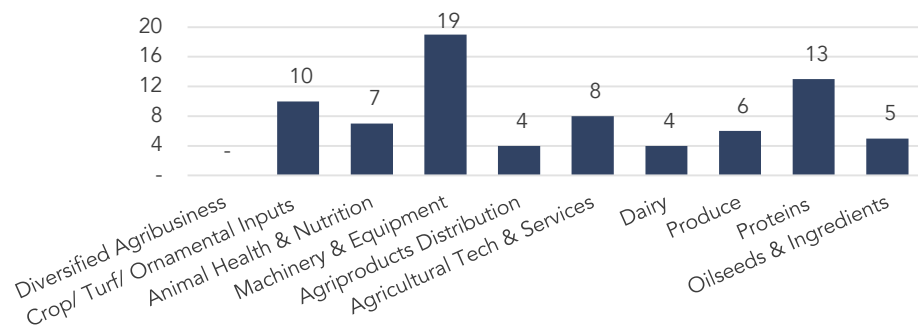
Sources: USDA; Purdue University; Bloomberg News; Farm Credit Canada; Hemp Industry Daily; Ag Equipment Intelligence; The Packer



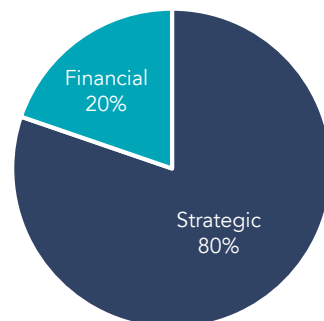
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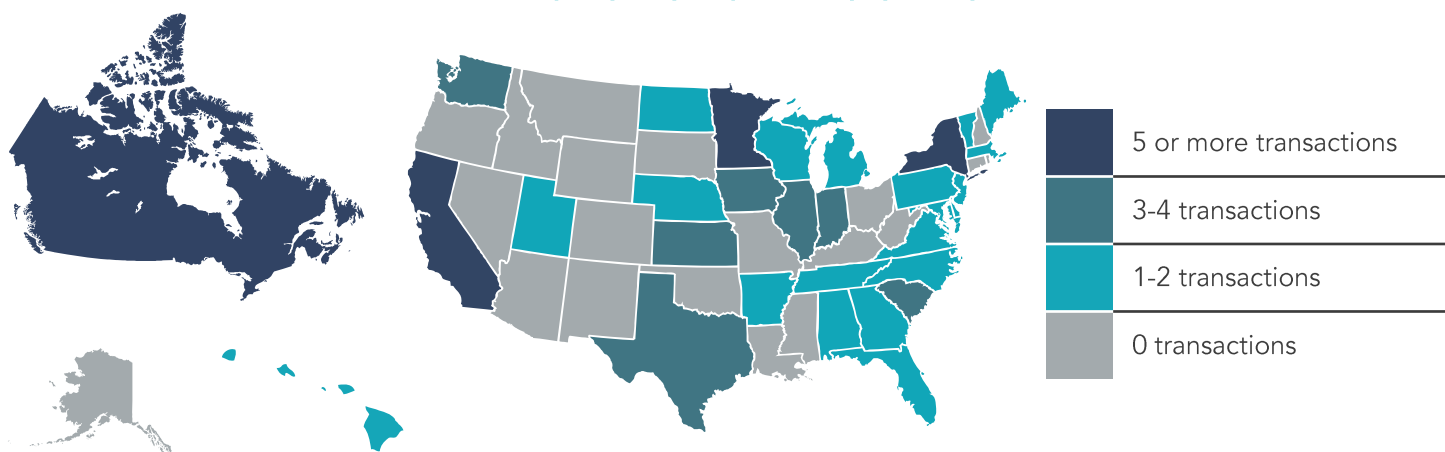
TRANSACTIONS BY SEGMENT



TRANSACTIONS BY TYPE



TRANSACTIONS BY LOCATION



TRANSACTION ACTIVITY

Date	Target	Buyer(s)	Segment	Amount (\$ in Mil)	TEV/ Rev	TEV/ EBITDA
12/06/2019	Tropicle Foods	Wind Point Partners	Dairy	1,200.0	-	-
11/18/2019	Koch Biological Solutions	PlantResponse	Agricultural Tech & Services	-	-	-
11/12/2019	Armstrong Produce	Sysco	Commercial Products	-	-	-
10/21/2019	Innophos Holdings, Inc.	One Rock Capital Partners LLC	Crop/ Turf/ Ornamental Inputs	979.9	13x	8.9x
09/09/2019	Green Plains Cattle Co. LLC	StepStone Group LP; AGR Partners LLC; Green Plains Cattle Co. LLC	Proteins	154.0	-	-
08/20/2019	Acadian Timber Corp.	Macer Forest Holdings, Inc.	Crop/ Turf/ Ornamental Inputs	213.6	-	-
08/19/2019	United Prairie AG LLC	Skyland Grain LLC	Diversified Agribusiness	-	-	-
08/06/2019	Thompsons Ltd./Crop Agronomy Business/	Sylvite Holdings, Inc.	Diversified Agribusiness	-	-	-
08/01/2019	Prevtec Microbia, Inc.	Elanco Animal Health, Inc.	Agricultural Tech & Services	76.2	-	-
07/02/2019	B&W Quality Growers LLC	Blue Road Management LP	Produce	-	-	-

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Sources: S&P Global Market Intelligence; PitchBook; FactSet

Note: These data represent recorded transactions only and are not all-inclusive. Nevertheless, they are typically representative of the industry.



ACTIVE BUYERS

MOST ACTIVE STRATEGIC BUYERS

Strategic Buyer	Inv. Date	Select Corporate Acquisitions
Richardson International Ltd.	2/19/2019 12/18/2018 4/5/2018	<ul style="list-style-type: none"> Agland Seed & Chemical Ltd. Conagra Brands, Inc. (Wesson Oil) Eagle Agro Services Ltd.
Nutrien Ltd.	2/28/2019 2/5/2019 7/9/2018 1/29/2018	<ul style="list-style-type: none"> Van Horn, Inc. Actagro LLC Waypoint Analytical, Inc. Agrichem
SiteOne Landscape Supply, Inc.	2/13/2019 12/6/2018 6/4/2018 5/21/2018 3/20/2018 2/12/2018	<ul style="list-style-type: none"> All Pro Horticulture, Inc. All Around Landscape Supply Landscape's Choice Auto-Rain Supply, Inc. TreeSap Farms LLC (Village Nurseries) Atlantic Irrigation Specialties, Inc.
CHS, Inc.	1/24/2019 1/10/2019	<ul style="list-style-type: none"> Country Pride Cooperative, Inc. West Central Distribution LLC
Pestell Minerals & Ingredients, Inc.	12/20/2019 11/25/2019 8/8/2019 8/8/2019	<ul style="list-style-type: none"> Origination O2D Premier AG Resources Pro-Ag Products Ltd. Verus Animal Nutrition, Inc.
Bristol Bay Native Corp.	9/17/2019 9/17/2019	<ul style="list-style-type: none"> Clipper Seafoods Ltd. Blue North, Inc.
Kinderhook Industries & All States Ag Parts LLC	6/18/2019 5/17/2019	<ul style="list-style-type: none"> Kern County Tractor Parts, Inc. John F. Mahaney Co.

SELECT SPONSORS WITH ACTIVE PORTFOLIO HOLDINGS

Financial Buyer	Inv. Date	Select Corporate Investments
Butterfly Equity LP	6/17/2019 4/19/2019 2/27/2018 1/9/2018	<ul style="list-style-type: none"> Bolthouse Famrs, Inc. Lemonade Restaurant Group Modern Market Pacifico Aquaculture
Peak Rock Capital LLC	3/19/2019 10/5/2018 9/2/2018	<ul style="list-style-type: none"> Turkey Hill Dairy, Inc. Louisiana Fish Fry TNT Crust
Insight Equity Holdings LLC	11/6/2019 2/8/2019 5/22/2017	<ul style="list-style-type: none"> Carolina Pride Foods Eddy Packing Co., Inc. TreeHouse Foods
Wind Point Partners	12/6/2019 11/25/2019	<ul style="list-style-type: none"> Tropicale Foods Premier AG Resources
American Securities	11/16/2018 3/29/2018 6/27/2016	<ul style="list-style-type: none"> CPM Holdings, Inc. Prince International Corp. (Texas) Milk Specialties Company
Dane Creek Capital Corp.	6/11/2018 4/23/2018 1/31/2018 9/14/2017	<ul style="list-style-type: none"> Spring Meadows Natural Pet Food Naturawls Pet Products Pets 4 Life Mountain Dog Enterprises, Inc.
Advantage Capital Partners	6/7/2017 8/24/2016 6/23/2016	<ul style="list-style-type: none"> BeetNPath, LLC Hip Chick Farms, Inc. Pacific Ag

Sources: S&P Global Market Intelligence; PitchBook; FactSet

Note: These data represent recorded transactions only and are not all-inclusive. Nevertheless, they are typically representative of the industry.



PUBLIC BASKET

AGRIBUSINESS SEGMENTS VS. S&P 500

Running 12 Months



DIVERSIFIED AGRIBUSINESS

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Archer Daniels Midland	ADM	\$ 25,802	\$ 46.35	14.9%	13.1%	98.2%	3.7%	4.0%	0.5x	13.1x	22.1x	0.5x	9.5x
Bunge (US)	BG	8,153	57.55	2.1%	7.7%	96.5%	18%	-0.6%	0.4x	NM	NM	0.4x	11.1x
Seaboard	SEB	4,951	4,250.55	(19%)	20.1%	89.6%	NM	18%	0.7x	40.5x	NM	NM	NM
Andersons	ANDE	824	25.28	17.6%	(15.4%)	66.1%	25.7%	3.0%	0.3x	9.8x	212x	0.2x	7.2x
Limoneira	LMNR	342	19.23	7.1%	(16%)	75.0%	35.9%	16%	3.2x	NM	NM	2.4x	19.8x
Alico	ALCO	268	35.83	5.5%	215%	98.2%	NM	58.3%	3.4x	5.8x	7.1x	NM	NM
Segment Average				7.5%	7.6%	87.3%	16.8%	11.4%	1.4x	17.3x	16.8x	0.9x	11.9x
Segment Median				6.3%	10.4%	93.0%	14.7%	2.4%	0.6x	11.4x	21.2x	0.4x	10.3x

Sources: PitchBook & FactSet Financial Data and Analytics



PUBLIC BASKET (CONTINUED)

CROP, TURF & ORNAMENTAL INPUTS

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Nutrien	NTR	\$ 27,266	\$ 47.59	(3.6%)	5.4%	85.1%	(0.5%)	20%	19x	9.6x	212x	19x	8.8x
FMC	FMC	12,938	99.82	18.6%	55.7%	97.9%	(18%)	24%	3.5x	15.3x	19.9x	3.3x	12.3x
CF Industries Holdings	CF	10,380	47.74	(2.8%)	9.7%	86.6%	(15%)	41%	3.6x	8.9x	219x	3.7x	10.4x
The Mosaic	MOS	8,196	21.64	7.1%	(25.9%)	63.8%	(8.7%)	12%	14x	10.9x	NM	15x	7.7x
Bunge (US)	BG	8,153	57.55	2.1%	7.7%	96.5%	18%	-1%	0.4x	NM	NM	0.4x	11.1x
Scotts Miracle-Gro	SMG	5,927	106.18	5.3%	72.8%	92.6%	5.7%	24%	2.4x	9.8x	13.7x	2.3x	12.9x
Downer	DOW	3,401	5.72	12.3%	19.4%	98.3%	(0.8%)	6%	0.5x	7.3x	18.9x	0.5x	7.2x
Element Solutions Inc	ESI	2,933	11.68	18.8%	13.1%	917%	(0.1%)	18%	2.3x	12.5x	NM	2.3x	10.1x
Compass Minerals	CMP	2,066	60.96	13.8%	46.2%	99.4%	9.5%	19%	2.3x	12.5x	36.5x	2.1x	8.9x
Central Garden & Pet	CENT	1,650	31.07	6.4%	(9.8%)	76.5%	2.8%	9%	0.8x	9.1x	19.3x	0.8x	8.9x
Andersons	ANDE	824	25.28	17.6%	(15.4%)	66.1%	25.7%	3%	0.3x	9.8x	212x	0.2x	7.2x
American Vanguard	AVD	588	19.47	26.6%	28.2%	919%	5.9%	10%	1.6x	15.8x	33.0x	15x	NM
Intrepid Potash	IPI	358	2.71	(17.1%)	4.2%	617%	(117%)	25%	1.7x	7.7x	18.1x	2.1x	7.4x
CVR Partners	UAN	351	3.10	(15.5%)	(8.8%)	713%	(14.0%)	31%	2.2x	7.0x	NM	2.5x	12.2x
Marrone Bio Innovations	MBII	138	1.01	(26.3%)	(31.3%)	52.6%	38.9%	NM	5.7x	NM	NM	4.1x	(13.6x)
S&W Seed	SANW	70	2.10	(12.1%)	16.0%	65.6%	(312%)	-7%	1.0x	NM	NM	14x	(12.2x)
Arcadia Biosciences	RKDA	47	5.48	24.8%	72.9%	52.7%	727.1%	NM	16.2x	NM	NM	2.0x	(13x)
Origin Agritech	SEED	17	5.36	(13.4%)	3.7%	59.9%	NM	NM	2.2x	NM	NM	NM	NM
China Green Agriculture	CGA	17	2.81	(39.8%)	(53.1%)	34.4%	NM	2%	NM	NM	NM	NM	NM
Segment Average				1.2%	11.1%	76.0%	43.9%	14.8%	2.8x	10.5x	22.4x	1.9x	6.1x
Segment Median				5.3%	7.7%	76.5%	(0.1%)	15.3%	2.0x	9.8x	20.5x	2.0x	8.8x

ANIMAL HEALTH & NUTRITION

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Merck & Co.	MRK	\$ 231,557	\$ 90.95	8.8%	19.0%	98.2%	8.6%	0.3%	5.4x	16.0x	25.4x	5.0x	12.2x
Zoetis	ZTS	63,038	132.35	5.8%	54.7%	99.0%	8.6%	0.4%	11.0x	28.6x	43.8x	10.2x	23.7x
Archer Daniels Midland	ADM	25,802	46.35	14.9%	13.1%	98.2%	3.7%	0.0%	0.5x	13.1x	22.1x	0.5x	9.5x
Idexx Laboratories	IDXX	22,400	261.13	(2.9%)	40.4%	88.6%	12.4%	0.3%	9.9x	36.5x	54.2x	8.8x	NM
The Mosaic	MOS	8,196	21.64	7.1%	(25.9%)	63.8%	(8.7%)	0.1%	14x	10.9x	NM	15x	7.7x
Ingredion	INGR	6,206	92.95	15.3%	17%	93.0%	(5.2%)	0.1%	1.3x	9.3x	15.8x	14x	8.3x
Darling Ingredients	DAR	4,597	28.08	50.6%	45.9%	99.3%	5.0%	0.2%	1.9x	11.4x	43.2x	1.8x	13.3x
Neogen	NEOG	3,440	65.26	10%	14.5%	817%	5.2%	0.2%	7.5x	36.6x	57.2x	7.1x	NM
Balchem	BCPC	3,269	10.63	3.5%	29.7%	95.4%	6.4%	0.2%	5.4x	22.8x	415x	5.0x	20.9x
Patterson Companies	PDCO	1,960	20.48	17.8%	4.2%	81.1%	2.0%	0.0%	0.5x	12.5x	34.7x	0.5x	10.2x
Central Garden & Pet	CENT	1,650	31.07	6.4%	(9.8%)	76.5%	2.8%	0.1%	0.8x	9.1x	19.3x	0.8x	8.9x
Aemetis	AMTX	17	0.83	(24.5%)	36.9%	48.8%	16.5%	(0.1%)	1x	NM	NM	10x	NM
Segment Average				8.6%	18.7%	85.3%	4.8%	16.0%	3.9x	18.8x	35.7x	3.6x	12.7x
Segment Median				6.8%	16.8%	90.8%	5.1%	15.2%	1.6x	13.1x	38.1x	1.6x	10.2x

Sources: PitchBook & FactSet Financial Data and Analytics



PUBLIC BASKET (CONTINUED)

MACHINERY & EQUIPMENT

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Deere & Company	DE	\$ 54,278	\$ 173.26	4.7%	16.1%	96.0%	(17.8%)	0.2%	2.4x	15.6x	17.1x	3.0x	20.9x
CNH Industrial	CNHI	14,865	1100	11.1%	19.4%	917%	(2.2%)	0.1%	12x	10.2x	9.6x	13x	10.4x
The Toro	TTC	8,511	79.67	10.0%	42.6%	97.4%	14.6%	0.1%	2.9x	20.8x	315x	2.5x	15.7x
AGCO	AGCO	5,834	77.25	5.1%	38.8%	94.9%	0.9%	0.1%	0.8x	9.8x	19.2x	0.8x	8.9x
Valmont Industries	VMI	3,224	149.78	11.4%	35.0%	98.9%	6.0%	0.1%	14x	12.5x	24.1x	13x	10.4x
Advanced Drainage Systems	WMS	2,652	38.84	21.4%	60.2%	96.7%	NM	(0.0%)	2.7x	NM	NM	NM	NM
Cerved Group	CERV	1,869	9.72	16.6%	16.3%	88.9%	NM	NM	NM	NM	NM	NM	NM
Alamo Group	ALG	1,485	125.55	9.4%	62.4%	96.6%	29.0%	0.1%	15x	12.5x	212x	11x	8.6x
Raven Industries	RAVN	1,232	34.46	5.6%	(4.8%)	83.3%	6.8%	0.1%	3.0x	20.3x	35.9x	2.8x	19.2x
Lindsay	LNN	1,038	95.99	8.8%	(0.3%)	96.1%	2.7%	0.0%	2.3x	55.5x	NM	2.3x	NM
Titan Machinery	TITN	330	14.78	3.4%	12.4%	67.6%	2.8%	0.0%	0.7x	17.2x	29.6x	0.6x	14.7x
Titan International	TWI	218	3.62	42.0%	(22.3%)	49.9%	(4.9%)	0.0%	0.5x	13.8x	NM	0.5x	7.9x
Rocky Mountain Dealerships	RME	95	4.93	(6.7%)	(20.6%)	67.2%	(0.4%)	0.0%	0.2x	5.2x	312x	0.2x	7.0x
Bion Environmental Technologies	BNET	15	0.51	8.7%	(26.1%)	59.3%	NM	NM	NM	NM	NM	NM	NM
Arts Way Manufacturing	ARTW	8	1.77	(18.8%)	(115%)	46.5%	NM	(0.1%)	0.7x	NM	NM	NM	NM
Segment Average				8.9%	14.5%	82.1%	3.4%	6.9%	1.6x	17.6x	24.4x	1.5x	12.4x
Segment Median				8.8%	16.1%	91.7%	2.7%	8.4%	1.4x	13.8x	24.1x	1.3x	10.4x

AGRIPRODUCTS DISTRIBUTION

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Nutrien	NTR	\$ 27,266	\$ 47.59	(3.6%)	5.4%	85.1%	-0.5%	0.2%	19x	9.6x	212x	19x	8.8x
Tractor Supply	TSCO	11,062	93.44	4.1%	12.0%	818%	6.5%	0.1%	17x	15.0x	20.5x	16x	14.0x
Scotts Miracle-Gro	SMG	5,927	106.18	5.3%	72.8%	92.6%	5.7%	0.2%	2.4x	9.8x	13.7x	2.3x	12.9x
Andersons	ANDE	824	25.28	17.6%	(15.4%)	66.1%	25.7%	0.0%	0.3x	9.8x	212x	0.2x	7.2x
Segment Average				5.8%	18.7%	81.4%	9.4%	14.6%	1.6x	11.1x	19.1x	1.5x	10.7x
Segment Median				4.7%	8.7%	83.4%	6.1%	15.5%	1.8x	9.8x	20.8x	1.8x	10.9x

AGRICULTURAL TECHNOLOGY & SERVICES

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Idexx Laboratories	IDXX	\$ 22,400	\$ 261.13	(2.9%)	40.4%	88.6%	12.4%	0.3%	9.9x	36.5x	54.2x	8.8x	NM
Raven Industries	RAVN	1,232	34.46	5.6%	(4.8%)	83.3%	6.8%	0.1%	3.0x	20.3x	35.9x	2.8x	19.2x
Iteris	ITI	202	4.99	(7.9%)	33.8%	74.6%	20.6%	(0.1%)	18x	NM	NM	15x	44.0x
Marrone Bio Innovations	MBII	138	1.01	(26.3%)	(31.3%)	52.6%	38.9%	(10%)	5.7x	NM	NM	4.1x	(13.6x)
Arcadia Biosciences	RKDA	47	5.48	24.8%	72.9%	52.7%	NM	NM	16.2x	NM	NM	2.0x	(13x)
Origin Agritech	SEED	17	5.36	(13.4%)	3.7%	59.9%	NM	(11%)	2.2x	NM	NM	NM	NM
Bion Environmental Technologies	BNET	15	0.51	8.7%	(26.1%)	59.3%	NM	NM	NM	NM	NM	NM	NM
Segment Average				(1.6%)	12.6%	67.3%	19.7%	(35.4%)	6.5x	28.4x	45.0x	3.8x	12.1x
Segment Median				(2.9%)	3.7%	59.9%	16.5%	(5.8%)	4.3x	28.4x	45.0x	2.8x	9.0x

DAIRY

Company Name	Symbol	Market Stats					Operating Stats		LTM Multiples			NTM Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Nomad Foods	NOMD	\$ 4,351	\$ 22.37	9.1%	33.8%	97.0%	0.6%	0.2%	2.2x	14.2x	24.8x	2.1x	112x
Lifeway Foods	LWAY	31	1.99	(116%)	5.9%	419%	28.4%	(0.0%)	0.3x	NM	NM	0.3x	NM
Segment Average				(1.2%)	19.8%	69.5%	14.5%	7.5%	1.2x	14.2x	24.8x	1.2x	11.2x
Segment Median				(1.2%)	19.8%	69.5%	14.5%	7.5%	1.2x	14.2x	24.8x	1.2x	11.2x

Sources: PitchBook & FactSet Financial Data and Analytics



PUBLIC BASKET (CONTINUED)

PRODUCE

Company Name	Symbol	Market Stats					Operating Stats		LTM M Multiples			NTM M Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Sysco	SYN	\$ 43,645	\$ 85.54	7.8%	36.5%	99.5%	4.2%	0.1%	0.9x	16.5x	26.2x	0.8x	14.1x
US Foods	USFD	9,192	41.89	1.9%	32.4%	97.2%	17.4%	0.0%	0.6x	13.7x	23.4x	0.5x	10.5x
Nomad Foods	NOMD	4,351	22.37	9.1%	33.8%	97.0%	0.6%	0.2%	2.2x	14.2x	24.8x	2.1x	11.2x
Fresh Del Monte Produce	FDP	1,682	34.98	2.9%	23.7%	90.2%	2.8%	0.0%	0.5x	11.7x	29.2x	0.5x	NM
Calavo Growers	CVGW	1,594	90.59	(2.7%)	24.2%	90.1%	6.2%	0.1%	1.3x	21.1x	43.6x	1.3x	17.2x
SpartanNash	SPTN	518	14.24	22.3%	(17.1%)	63.3%	3.1%	0.0%	0.2x	14.5x	NM	0.2x	7.7x
United Natural Foods	UNFI	469	8.76	(20.9%)	(17.3%)	56.0%	-12%	(0.0%)	0.2x	NM	NM	0.2x	8.4x
Seneca Foods	SENEA	379	40.79	29.9%	44.5%	97.4%	NM	0.0%	0.6x	56.2x	NM	NM	NM
Limoneira	LMNR	342	19.23	7.1%	(16%)	75.0%	35.9%	0.0%	3.2x	NM	NM	2.4x	19.8x
Landec	LNDC	330	11.31	5.1%	(4.5%)	85.4%	6.9%	0.0%	0.9x	26.0x	NM	0.9x	14.7x
Village Farms International	VFF	324	6.18	(28.8%)	98.5%	34.1%	75.8%	0.1%	2.4x	17.0x	23.8x	1.4x	6.2x
Alico	ALCO	268	35.83	5.5%	21.5%	98.2%	NM	0.6%	3.4x	5.8x	7.1x	NM	NM
SunOpta	SOY	218	2.47	53.8%	(33.5%)	52.6%	1.1%	(0.0%)	0.7x	NM	NM	0.7x	16.6x
Segment Average				7.2%	18.5%	79.7%	13.9%	8.6%	1.3x	19.7x	25.4x	1.0x	12.6x
Segment Median				5.5%	23.7%	90.1%	4.2%	4.2%	0.9x	15.5x	24.8x	0.8x	12.7x

PROTEINS

Company Name	Symbol	Market Stats					Operating Stats		LTM M Multiples			NTM M Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Tyson Foods	TSN	\$ 33,264	\$ 91.04	9.3%	70.5%	96.7%	8.4%	0.1%	1.1x	11.3x	16.5x	1.0x	9.3x
Hormel Foods	HRL	24,122	45.11	3.4%	5.7%	98.4%	2.3%	0.1%	2.5x	17.4x	25.1x	2.4x	17.3x
Pilgrim's Pride	PPC	8,165	32.72	6.0%	110.9%	97.2%	14.9%	0.1%	0.9x	11.7x	22.9x	0.8x	8.6x
Seaboard	SEB	4,951	4,250.55	(19%)	20.1%	89.6%	NM	0.0%	0.7x	40.5x	NM	NM	NM
Sanderson Farms	SAFM	3,917	176.22	18.5%	77.5%	98.2%	12.4%	0.1%	1.1x	19.1x	73.1x	1.0x	10.2x
Cal-Maine Foods	CALM	2,082	42.75	9.3%	1.1%	910%	6.5%	0.0%	1.5x	44.8x	NM	1.4x	10.3x
Prestige Consumer Healthcare	PBH	2,034	40.50	19.1%	312%	97.9%	0.1%	0.1%	4.0x	40.7x	NM	4.0x	11.7x
China Growth Equity Investment	PME	99	125	(40.5%)	(510%)	42.5%	NM	0.2%	3.5x	16.2x	25.0x	NM	NM
Segment Average				2.9%	33.2%	88.9%	7.4%	9.3%	1.9x	25.2x	32.5x	1.8x	11.2x
Segment Median				7.6%	25.6%	97.0%	7.4%	8.7%	1.3x	18.2x	25.0x	1.2x	10.2x

OILSEEDS & INGREDIENTS

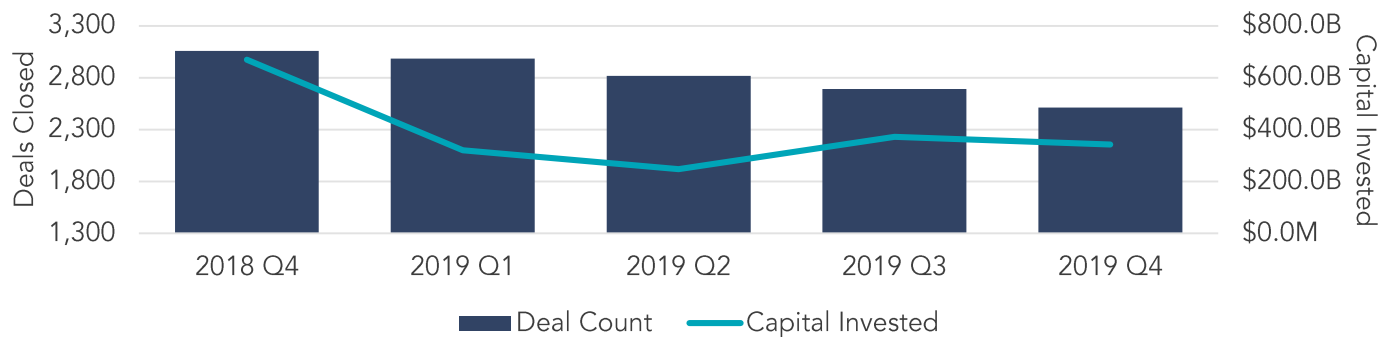
Company Name	Symbol	Market Stats					Operating Stats		LTM M Multiples			NTM M Multiples	
		Market Cap (\$ in Mil)	Price (\$)	Quarter Change	YTD Change	% of 52 Week High	Est. Revenue Growth	EBITDA Margin	TEV/ Rev	TEV/ EBITDA	Price/ EPS	TEV/ NTM Revenue	TEV/ NTM EBITDA
Archer Daniels Midland	ADM	\$ 25,802	\$ 46.35	14.9%	13.1%	98.2%	3.7%	0.0%	0.5x	13.1x	22.1x	0.5x	9.5x
FMC	FMCI	12,938	99.82	18.6%	55.7%	97.9%	-18%	0.2%	3.5x	15.3x	19.9x	3.3x	12.3x
Bunge (US)	BG	8,163	57.55	2.1%	7.7%	96.5%	1.8%	(0.0%)	0.4x	NM	NM	0.4x	11.1x
Ingredion	INGR	6,206	92.95	15.3%	17%	93.0%	-5.2%	0.1%	1.3x	9.3x	15.8x	1.4x	8.3x
Darling Ingredients	DAR	4,597	28.08	50.6%	45.9%	99.3%	5.0%	0.2%	1.9x	11.4x	43.2x	1.8x	13.3x
Sensient Technologies	SXT	2,797	66.09	(2.9%)	18.3%	87.9%	0.5%	0.2%	2.6x	14.4x	21.2x	2.5x	14.3x
SunOpta	SOY	218	2.47	53.8%	(33.5%)	52.6%	1.1%	(0.0%)	0.7x	NM	NM	0.7x	16.6x
Aemetis	AMTX	17	0.83	(24.5%)	36.9%	48.8%	16.5%	(0.1%)	1.1x	NM	NM	1.0x	NM
Feronia	FRN	16	0.02	(36.1%)	(87.7%)	118%	NM	0.2%	1.4x	5.3x	6.7x	NM	NM
Segment Average				10.2%	6.5%	76.2%	2.7%	8.7%	1.5x	11.5x	21.5x	1.4x	12.2x
Segment Median				14.9%	13.1%	93.0%	1.5%	13.8%	1.3x	12.2x	20.5x	1.2x	12.3x

Sources: PitchBook & FactSet Financial Data and Analytics



U.S. M&A ACTIVITY SNAPSHOT

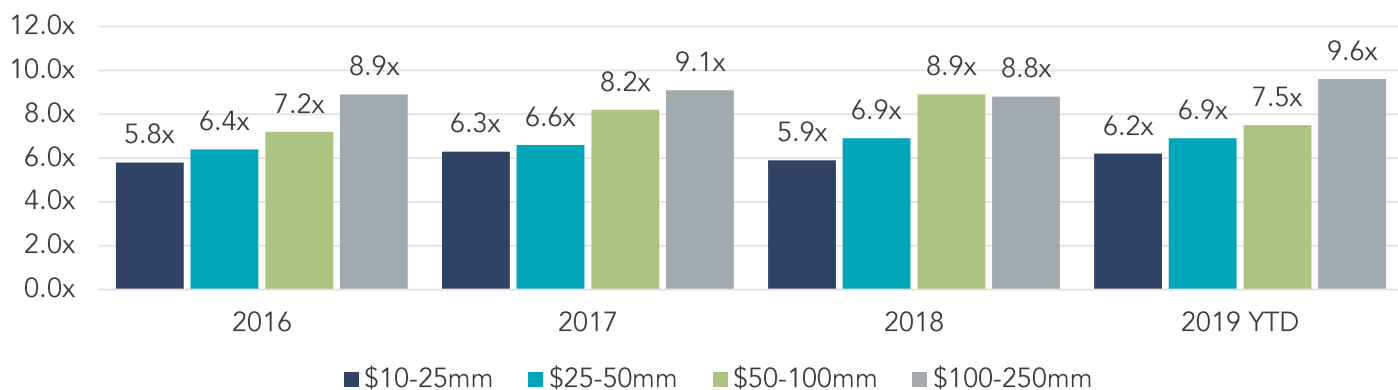
OVERALL U.S. M&A ACTIVITY



Source: PitchBook Financial Data and Analytics

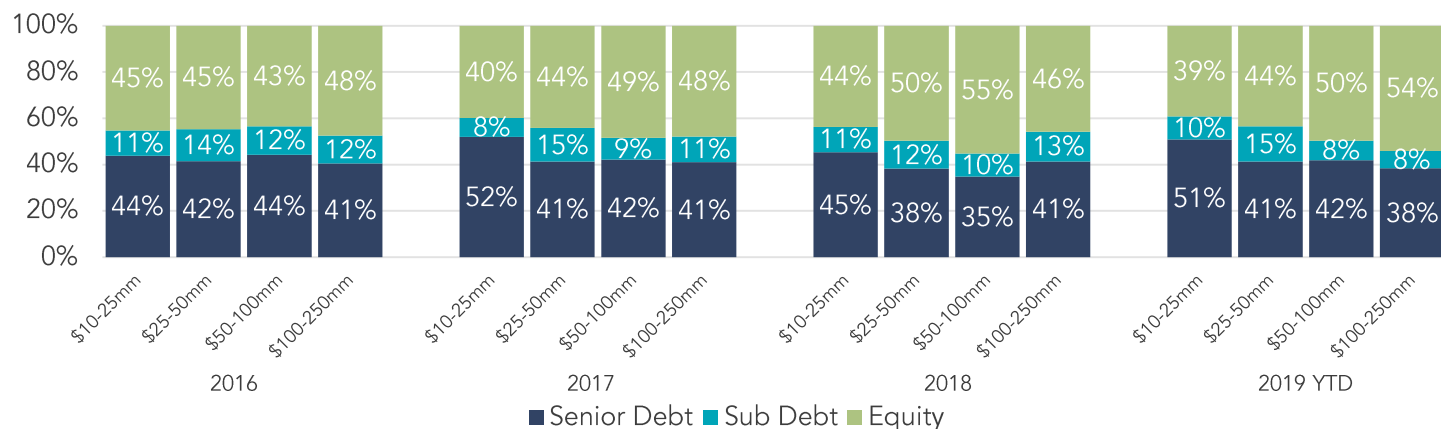
LOWER MIDDLE MARKET PRIVATE EQUITY TRANSACTION MULTIPLES

EBITDA Multiples By Transaction Size



Source: GF Data®

CAPITAL BREAKDOWN – LOWER MIDDLE MARKET PRIVATE EQUITY TRANSACTIONS



Note: The most current source of GF Data is as of November 2019.

Source: GF Data®



COMPREHENSIVE AGRIBUSINESS EXPERTISE

Our Agribusiness Team has worked on and completed numerous M&A transactions with both strategic and financial buyers and sellers across a wide range of manufacturing, distribution and service-related businesses in the agribusiness, horticultural, agrifood and green space industries. This accumulated experience and expertise will help your company approach the market with the right strategy and resources in place.

Our Agribusiness Industry investment banking expertise includes the following segments:

- ❑ Diversified Agribusiness
- ❑ Crop Inputs
- ❑ Animal Health & Nutrition
- ❑ Machinery & Equipment
- ❑ Distribution
- ❑ Agricultural Technology & Services
- ❑ Dairy
- ❑ Produce
- ❑ Proteins
- ❑ Ingredients

CONTACT US



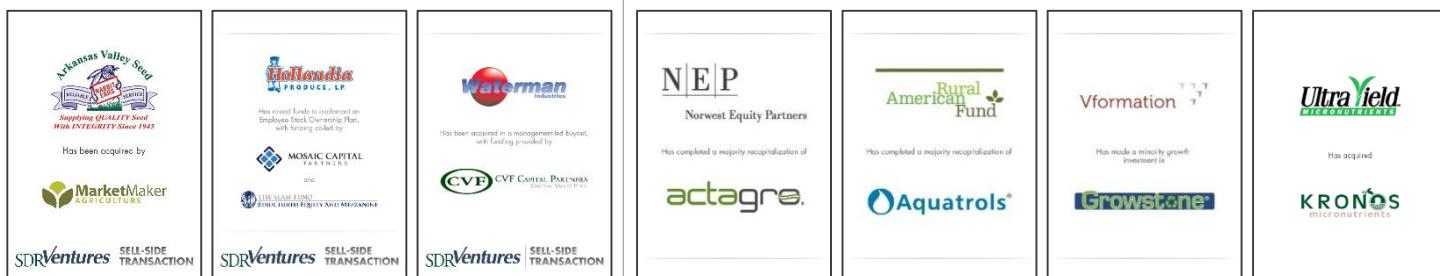
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SELECT TRANSACTION EXPERIENCE

SDR has completed numerous transactions types throughout the Agribusiness Industry, including:



*These transactions were completed by SDR Director Eric Bosveld during his tenure at another firm.

SDR SERVICE OFFERINGS



SELL-SIDE ADVISORY



PRIVATE CAPITAL FORMATION



BUY-SIDE ADVISORY



STRATEGIC CONSULTING



2H 2019 TRANSACTION ACTIVITY

Date	Target	Buyer(s)	Segment	Amount (\$ in Mil)	TEV/ Rev	TEV/ EBITDA
12/31/2019	Schiller Grounds Care	Doosan Bobcat	Machinery & Equipment	82.00	-	-
12/20/2019	Origination O2D	Pestell Group	Agriproducts Distribution	-	-	-
12/19/2019	Nitta Casings	Viscofan (XMAD: VIS)	Proteins	13.50	0.3x	-
12/18/2019	AEF Global	Valent Biosciences	Crop/ Turf/ Ornamental Inputs	-	-	-
12/12/2019	Decisive Farming	TELUS (TSE: T)	Agricultural Tech & Services	-	-	-
12/06/2019	Tropicale Foods	Wind Point Partners	Dairy	1,200.00	-	-
12/04/2019	Doorganics	GrubMarket(Minyi Xu)	Produce	-	-	-
12/04/2019	Schuler Manufacturing	Vermeer Corporation	Machinery & Equipment	-	-	-
12/02/2019	Coastal Pride Company	John Keeler & Company	Proteins	-	-	-
11/25/2019	Premier AG Resources	Pestell Group, Wind Point Partners	Animal Health & Nutrition	-	-	-
11/20/2019	Mahard Egg Farm	Cal-Maine Foods (NAS: CALM)	Proteins	-	-	-
11/18/2019	Diversified Laboratories	FoodChain ID	Agricultural Tech & Services	-	-	-
11/18/2019	Koch Biological Solutions	PlantResponse	Crop/ Turf/ Ornamental Inputs	-	-	-
11/15/2019	Perdue Farms (Compost Plant)	Bioenergy DevCo	Crop/ Turf/ Ornamental Inputs	-	-	-
11/13/2019	DOT Technology	Raven Industries (NAS: RAVN)	Machinery & Equipment	-	-	-
11/12/2019	Armstrong Produce	Sysco (NYS: SYV)	Produce	-	-	-
11/12/2019	Calendar Island Mussels	Bangs Island Mussels	Proteins	-	-	-
11/12/2019	Western Creamery	Gay Lea Foods Co-operative	Dairy	-	-	-
11/07/2019	Southern Nurseries	Boyer Capital Partners	Crop/ Turf/ Ornamental Inputs	-	-	-
11/06/2019	Carolina Pride Foods	Eddy Packing, Hancock Capital Management, Insight Equity	Proteins	-	-	-
11/05/2019	ATI Track Systems	CNH Industrial (NYS: CNHI)	Machinery & Equipment	-	-	-
11/01/2019	Kelly Seed & Hardware	Apollo Global Management (NYS: APO)	Crop/ Turf/ Ornamental Inputs	-	-	-
11/01/2019	Smart Ag	Raven Industries (NAS: RAVN)	Agricultural Tech & Services	-	-	-
10/28/2019	Byrne Dairy, Inc.	Upstate Niagara Cooperative, Inc.	Dairy	-	-	-
10/24/2019	Granite City Appraisal LLC	Compeer Financial ACA	Agricultural Tech & Services	-	-	-
10/23/2019	Spence & Co., Ltd.	Acme Smoked Fish of Massachusetts LLC	Proteins	-	-	-
10/22/2019	LeBerge & Curtis, Inc.	Cazenovia Equipment Co., Inc.	Machinery & Equipment	-	-	-
10/21/2019	Innophos Holdings, Inc.	One Rock Capital Partners LLC	Crop/ Turf/ Ornamental Inputs	979.87	1.3x	8.9x
10/16/2019	Mahard Egg Farm, Inc.	Cal-Maine Foods, Inc.	Proteins	-	-	-
10/16/2019	Mid-West Fertilizer, Inc.	Mid-Kansas Cooperative Association	Crop/ Turf/ Ornamental Inputs	-	-	-
10/07/2019	Hain Celestial Group, Inc. (Baking Bus)	Brynwood Partners Management LLC; Hometown Food Co.	Oilseeds & Ingredients	15.00	-	-
10/07/2019	Maus Implement	Greenway Equipment	Machinery & Equipment	-	-	-
10/04/2019	Stromberg's Unlimited, Inc.	Grey Mountain Partners LLC; Mann Lake Ltd.	Proteins	-	-	-
10/01/2019	Wm Nobbe & Co., Inc.	Sydenstricker Implement Co.	Machinery & Equipment	-	-	-
10/01/2019	Captain Dan's, Inc.	Claridge, Inc.; Champlain Financial Corp.; Champlain Seafood	Proteins	-	-	-
09/30/2019	Risser Grain LLC	The Wenger Group, Inc.	Oilseeds & Ingredients	-	-	-
09/25/2019	Wawona Packing Co., Inc.	Gerawan Farming Services, Inc.	Produce	-	-	-
09/20/2019	Future Harvest Development Ltd.	SL 152 Ventures Ltd.	Crop/ Turf/ Ornamental Inputs	130	-	-
09/19/2019	Village of Glasford Water and Wastewater Systems	Illinois-American Water Co.	Machinery & Equipment	190	-	-
09/19/2019	Gentry's Poultry Co., Inc.	Wincorp Properties, Inc.	Proteins	-	-	-
09/18/2019	World Quality Services LLC	Navis Management Sdn. Bhd.; Qima Ltd.	Agricultural Tech & Services	-	-	-
09/17/2019	Clipper Seafoods Ltd.	Bristol Bay Native Corp.	Proteins	-	-	-
09/17/2019	Blue North, Inc.	Bristol Bay Native Corp.	Proteins	-	-	-
09/12/2019	Uglen-Ness Co.	Titan Machinery	Machinery & Equipment	-	-	-
09/12/2019	Morbark, LLC.	Alamo Group Inc.	Machinery & Equipment	-	-	-
09/11/2019	ASV	Yanmar	Machinery & Equipment	563.00	-	-

Sources: PitchBook & FactSet Financial Data and Analytics

Note: These data represent recorded transactions only and are not all-inclusive. Nevertheless, they are typically representative of the industry.



2H 2019 TRANSACTION ACTIVITY (CONTINUED)

Date	Target	Buyer(s)	Segment	Amount (\$ in Mil)	TEV/ Rev	TEV/ EBITDA
09/09/2019	Green Plains Cattle Co. LLC	StepStone Group LP; AGR Partners LLC; Green Plains Cattle Co. Llc (Private Group)	Animal Health & Nutrition	154.00	-	-
09/07/2019	Nortrax	Brandt Group	Machinery & Equipment	-	-	-
09/06/2019	The Cropio Group	Syngenta	Agricultural Tech & Services	-	-	-
09/05/2019	Firestone Pacific Foods LLC	Agriculture Capital Management LLC	Produce	-	-	-
09/05/2019	Green Country Equipment LLC	Western Equipment LLC	Machinery & Equipment	-	-	-
09/05/2019	Dixie Chopper	Alamo Group Inc.	Machinery & Equipment	-	-	-
09/03/2019	Traxxside Transloading, Inc.	U-Pak Disposals (1989) Ltd.	Agriproducts Distribution	-	-	-
09/01/2019	Godfrey Brothers	GreenMark Equipment	Machinery & Equipment	-	-	-
08/21/2019	Orangeline Farms Ltd.	No vacap Management, Inc.; Mucci Farms Ltd.	Produce	-	-	-
08/19/2019	United Prairie AG LLC	Skyland Grain LLC	Oilseeds & Ingredients	-	-	-
08/13/2019	Tri Green Tractor LLC	Troxel Equipment Co. LLC	Machinery & Equipment	-	-	-
08/12/2019	American Sunny Foods, Inc.	Western Foods LLC	Oilseeds & Ingredients	-	-	-
08/08/2019	Pro-Ag Products Ltd.	Pestell Minerals & Ingredients, Inc.	Animal Health & Nutrition	-	-	-
08/08/2019	Verus Animal Nutrition, Inc.	Pestell Minerals & Ingredients, Inc.	Animal Health & Nutrition	-	-	-
08/06/2019	Thompsons Ltd. (Crop Agronomy Business)	Sylvite Holdings, Inc.	Crop/ Turf/ Ornamental Inputs	-	-	-
08/05/2019	Hart AgStrong LLC	Perdue AgriBusiness LLC	Oilseeds & Ingredients	-	-	-
08/01/2019	Cowlick Minerals Ltd.	Country Junction Feeds	Animal Health & Nutrition	-	-	-
08/01/2019	Prevtec Microbia, Inc.	Elanco Animal Health, Inc.	Animal Health & Nutrition	76.15	-	-
08/01/2019	Tipton Farmers Cooperative	GreenPoint AG	Agriproducts Distribution	-	-	-
07/30/2019	Landcare USA LLC	Landcare USA LLC (Private Group)	Crop/ Turf/ Ornamental Inputs	-	-	-
07/26/2019	U.S. Manufacturing	Agrisolutions	Machinery & Equipment	-	-	-
07/25/2019	Arends & Sons, Inc.	Brandt Agricultural Products Ltd.; AHW LLC	Machinery & Equipment	-	-	-
07/22/2019	Platinum Performance, Inc.	Zoetis, Inc.	Animal Health & Nutrition	-	-	-
07/19/2019	extractX, Inc.	Tri-Media Integrated Marketing Technologies, Inc.	Agricultural Tech & Services	-	-	-
07/17/2019	FarmOp Capital LLC	Finance of America Holdings LLC	Agricultural Tech & Services	-	-	-
07/16/2019	Equity Elevator & Trading Co., Inc.	Farmward Cooperative	Agriproducts Distribution	-	-	-
07/09/2019	F. Ménard, Inc.	La Coop federee	Proteins	-	-	-
07/05/2019	Commonwealth Dairy LLC	Groupe Lactalis SA	Dairy	-	-	-
07/05/2019	Mabie Brothers, Inc.	Java Farm Supply, Inc.	Machinery & Equipment	-	-	-
07/02/2019	B&W Quality Growers LLC	Blue Road Management LP	Produce	-	-	-

Sources: PitchBook & FactSet Financial Data and Analytics

Note: These data represent recorded transactions only and are not all-inclusive. Nevertheless, they are typically representative of the industry.