

FOOD & BEVERAGE M&A PULSE

FIRST QUARTER 2025



OUR INSIGHTS

The Q1-25 M&A highlights reflect a conservative market environment, as companies and investors navigate an evolving landscape of tariffs, regulations, and broader economic uncertainty.

This landscape was reflected in the transaction statistics, as Food & Beverage M&A activity declined in both the U.S. and globally during the first quarter, with U.S. deal volume down 34.7% and global activity falling 24.1% compared to the same period last year. Public equity EV/EBITDA multiples in the sector also compressed, dropping to 12.5x from 13.5x year-over-year.

IN THIS ISSUE

03	What We're Discussing with Clients
04	Q1 2025 Market Summary & Outlook
05	Macro F&B Indicators and Signals
06	Equity Market Valuations & Market Commentary
80	Food & Beverage M&A Activity
10	What is a Strategic Assessment?

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ABOUT PMCF

PMCF is an investment bank focused exclusively on middle market transactions with professionals in Chicago, Detroit, Denver, and across the globe through Corporate Finance International[™] affiliates. Offering a depth of advisory services, PMCF helps clients worldwide meet their sale, acquisition, financing, and strategic growth objectives. Additional information on PMCF can be found by visiting our website, pmcf.com.

INVESTMENT BANKING SERVICES:

- Mergers & Acquisitions
- Carve-outs & Divestitures
- Strategic Assessments
- Capital Raising

SELECT PMCF FOOD & BEVERAGE TRANSACTIONS



What We're Discussing With Clients



1

Regulatory Changes Underway in the U.S. F&B Sector

U.S. Food & Beverage companies are beginning to face regulatory changes under the new administration, including an upcoming ban on FD&C Red No. 3, an artificial coloring ingredient linked to potential health risks. The ban will require reformulation of food products by January 2027 and ingested drugs by January 2028. Companies have already begun scrutinizing product portfolios for restricted ingredients and assessing the timeline and costs of reformulation. For sellers, addressing these regulatory risks proactively can strengthen positioning ahead of conversations with customers, suppliers, and potential counterparties in a transaction.

2

Strategic Realignment in F&B

Legacy Food & Beverage brands are actively reassessing and repositioning their portfolios to better align with evolving corporate strategies focused on growth via the healthy living category and product innovation, sustainability initiatives, and supply chain resilience. This strategic shift comes amid a more cautious M&A environment, where buyers are not only seeking growth opportunities but also placing greater emphasis on ingredient sourcing, regulatory risks, and long-term brand alignment.

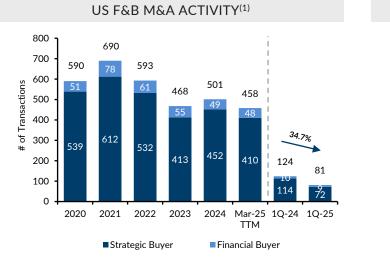
Growth in Protein Demand

3

Protein has emerged as a highly sought-after category in the Food & Beverage industry, driven by growing consumer demand for protein-rich options beyond traditional powders and bars. In response to this growing interest, many companies are actively developing innovative products that incorporate protein in new and appealing formats. Some businesses have elected to enter the market through strategic acquisitions, aiming to quickly establish a foothold and capitalize on this expanding trend.

Q1 2025- US & Global Dealmaking

- In Q1-25, US and Global Food & Beverage ("F&B") M&A activity included 81 completed transactions in the US and 242 globally, representing a 34.7% and 24.1% decline, respectively, from the same period in 2024. Food and Beverage Manufacturing remained the most active subsegment, accounting for 54.3% of US M&A activity.
- Strategic buyer transactions recorded the steepest decline, with U.S. transactions falling by 36.8% and global transactions down 25.1%. This downturn reflects a broader trend of strategic buyers putting a temporary hold on M&A activity as they reassess and realign their portfolios in response to shifting market conditions and long-term strategic goals.

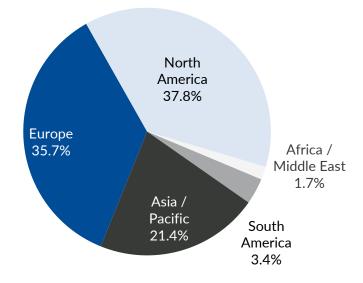


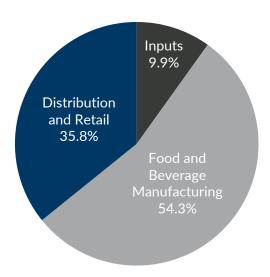
F&B M&A ACTIVITY BY REGION – GLOBAL⁽¹⁾



GLOBAL F&B M&A ACTIVITY⁽¹⁾

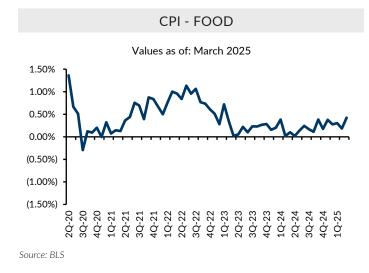
F&B M&A ACTIVITY BY SEGMENT - U.S.⁽¹⁾

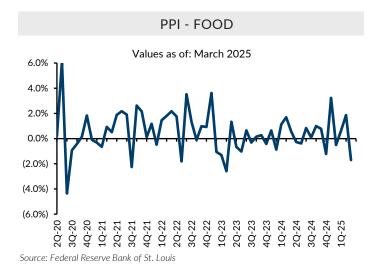


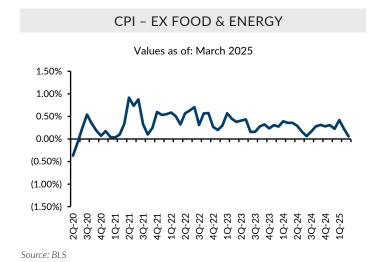


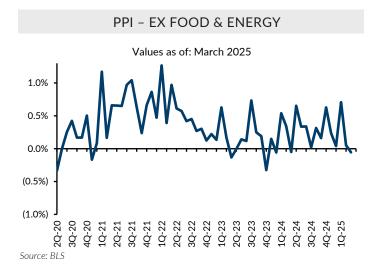
Source: (1) Capital IQ

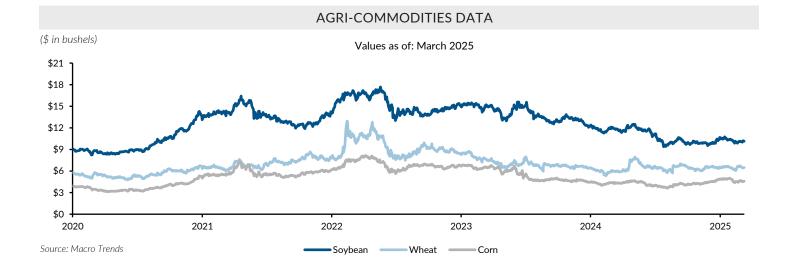
Macro F&B Indicators and Signals











PMCF Food & Beverage Index

					TT. 4		TT. 4	TT-1	Nu polici			
	Headquarters	Market	Enterprise	ттм	TTM Gross	ттм	TTM Gross	TTM EBITDA	Net Debt/ TTM	EV/	EV/EBI	
Company Name	Location	Cap.	Value	Revenue	Profit	EBITDA	Margin	Margin	EBITDA	Revenue	Q1 '25	Q1 '24
(\$ in millions)							Ŭ	Ŭ				
Branded Processed Foods & Snacks												
Nestlé S.A.	Switzerland	\$ 260,022	\$ 323,900	\$ 101,216	\$ 47,507	\$ 20,059	46.9%	19.8%	3.0x	3.12x	16.1x	16.5x
Mondelez International, Inc.	United States	87,766	104,985	36,464	11,937	5,652	32.7%	15.5%	2.8x	2.88x	18.6x	13.4x
The Kraft Heinz Company	United States	36,315	55,571	25,434	8,794	6,369	34.6%	25.0%	2.7x	2.15x	8.7x	10.0x
Kellanova	United States	28,477	34,276	12,749	4,699	2,439	36.9%	19.1%	2.2x	2.69x	14.1x	14.1x
McCormick & Company, Incorporated Hormel Foods Corporation	United States United States	22,070 17,014	26,302 19,015	6,727 11,913	2,596 1,993	1,261 1,317	38.6% 16.7%	18.7% 11.1%	3.1x 1.1x	3.91x 1.60x	20.9x 14.4x	20.3x 16.2x
The J. M. Smucker Company	United States	12,601	20,540	8,788	3,489	2,212	39.7%	25.2%	3.4x	2.34x	9.3x	10.2x 12.3x
J&J Snack Foods Corp.	United States	2,567	2,658	1,589	485	190	30.5%	12.0%	0.4x	1.67x	14.0x	15.6x
Branded Processed Foods & Snacks Media	an						35.7%	18.9%	2.8x	2.5x	14.2x	14.8x
Private Label Foods and Beverages												
Lamb Weston Holdings, Inc.	United States	\$ 7,603	\$ 11,634	\$ 6,387	\$ 1,520	\$ 1,228	23.8%	19.2%	3.3x	1.84x	9.5x	13.8x
TreeHouse Foods, Inc.	United States	1,360	2,637	3,354	552	307	16.5%	9.1%	3.5x	0.79x	8.6x	11.7x
Seneca Foods Corporation	United States	615	1,049	1,541	155	129	10.1%	8.4%	3.0x	0.68x	8.1x	6.9x
Private Label Foods and Beverages Mediar							16.5%	9.1%	3.3x	0.79x	8.6x	11.7x
_							10.570	,.1/0	0.07	0.778	0.07	11.7X
Baked Goods												
George Weston Limited	Canada	\$ 22,124	\$ 41,061	\$ 42,818	\$ 14,116	\$ 4,403	33.0%	10.3%	2.8x	0.96x	9.3x	8.6x
Grupo Bimbo, S.A.B. de C.V. Flowers Foods, Inc.	Mexico United States	11,749 4,008	20,609 5,362	20,472 5,103	10,853 2,526	2,871 520	53.0% 49.5%	14.0% 10.2%	0.3x 2.1x	1.03x 1.05x	7.2x 10.3x	8.8x 13.0x
Flowers Foods, IIIC.	Officed States	4,000	3,302	5,105	2,520	520	47.3%	10.2%	2.1X	1.05X	10.5X	13.0x
Baked Goods Median							49.5%	10.3%	2.1x	1.03x	9.3x	8.8x
Non-Alcoholic & Alcoholic Beverages												
The Coca-Cola Company	United States	\$ 308.221	\$ 341,823	\$ 46,890	\$ 28,638	\$ 15,389	61.1%	32.8%	2.2x	7.26x	22.2x	20.2x
PepsiCo, Inc.	United States	205,643	244,258	91,523	\$20,000 50,405	17,303	55.1%	18.9%	2.2x 2.1x	2.66x	14.1x	16.5x
Anheuser-Busch InBev SA/NV	Belgium	121,532	196,059	59,768	33,024	19,113	55.3%	32.0%	3.1x	3.14x	10.3x	10.8x
Constellation Brands, Inc.	United States	33,163	45,463	10,209	5,336	3,957	52.3%	38.8%	2.9x	4.46x	11.5x	17.0x
Molson Coors Beverage Company	United States	12,328	18,074	11,627	4,533	2,477	39.0%	21.3%	2.1x	1.55x	7.3x	8.2x
Non-Alcoholic Beverages & Alcoholic Med	lian						55.1%	32.0%	2.2x	3.14x	11.5x	16.5x
Grocery Distribution												
United Natural Foods, Inc.	United States	\$ 1,658	\$ 5,329	\$ 31,682	\$ 4,246	\$ 507	13.4%	1.6%	4.0x	0.17x	10.5x	11.1x
SpartanNash Company	United States	684	1,770	9,549	1,512	235	15.8%	2.5%	3.7x	0.19x	7.5x	7.1x
AMCON Distributing Company	United States	76	295	2,221	187	24	8.4%	1.1%	5.8x	0.13x	12.5x	9.5x
Grocery Distribution Median							13.4%	1.6%	4.0x	0.17x	10.5x	9.5x
							10.470	1.070	-1.07	0.177	10.5X	7.5X
Food Retail												
Costco Wholesale Corporation	United States	\$ 419,627	\$ 414,508	\$ 264,086	\$ 33,472	\$ 12,073	12.7%	4.6%	NM 2.4v	1.57x	34.3x	29.3x
The Kroger Co. BJ's Wholesale Club Holdings, Inc.	United States United States	44,540 15,024	65,663 17,848	147,123 20,502	34,574 3,764	7,924 1,043	23.5% 18.4%	5.4% 5.1%	2.4x 2.0x	0.45x 0.87x	8.3x 17.1x	7.2x 12.5x
Sprouts Farmers Market, Inc.	United States	14,964	16,378	7,719	2,962	645	38.4%	8.4%	1.5x	2.12x	25.4x	14.9x
Food Retail Median							20.9%	5.2%	2.0x	1.22x	21.3x	13.7x
Foodservice												
Sysco Corporation	United States	\$ 36,712	\$ 49,626	\$ 80,788	\$ 14,821	\$ 4,437	18.3%	5.5%	2.7x	0.62x	11.2x	12.4x
US Foods Holding Corp.	United States	15,081	20,456	37,877	6,534	1,562	17.3%	4.1%	3.3x	0.54x	13.1x	12.7x
The Chefs' Warehouse, Inc.	United States	2,232	3,033	3,870	931	196	24.0%	5.1%	3.0x	0.80x	15.5x	14.1x
Foodservice Median							18.3%	5.1%	3.0x	0.62x	13.1x	12.7x
Restaurants												
McDonald's Corporation	United States	\$ 223,176	\$ 274,045	\$ 25,920	\$ 14,710	\$ 13,949	56.8%	53.8%	3.3x	10.57x	19.6x	18.3x
Darden Restaurants, Inc.	United States	\$ 223,176 24,338	\$ 274,045 31,946	\$ 25,920 11,762	\$ 14,710 2,535	\$ 13,949 1,855	56.8% 21.5%	53.8% 15.8%	3.3x 3.3x	10.57x 2.72x	19.6x 17.2x	18.3x 15.4x
Domino's Pizza, Inc.	United States	15,759	20,770	4,734	1,346	935	28.4%	19.8%	4.8x	4.41x	22.2x	24.7x
The Wendy's Company	United States	2,933	6,575	2,246	790	520	35.2%	23.1%	7.0x	2.93x	12.6x	14.5x
Papa John's International, Inc. BJ's Restaurants, Inc.	United States United States	1,344 778	2,293 1,253	2,059 1,357	417 196	264 105	20.2% 14.4%	12.8% 7.8%	3.0x 2.8x	1.11x 0.92x	8.7x 11.9x	13.8x 14.4x
	Since States	,,0	1,255	1,007	170	105	21.170	,,	2.07	5.7 ZA	11.77	1.10
Restaurants Median							25.0%	17.8%	3.3x	2.82x	14.9x	15.0x
Median							30.5%	12.8%	2.9x	1.60x	12.5x	13.5x
Mean							31.2%	15.4%	2.9x	2.17x	13.8x	13.9x
Source: Capital IO												

Source: Capital IQ

(1) Market capitalizations and total enterprise values as of March 31, 2025; income statement and balance sheet data as of last period reported (2) Multiple of EBITDA based on EBITDA inclusive of equity income from affiliates



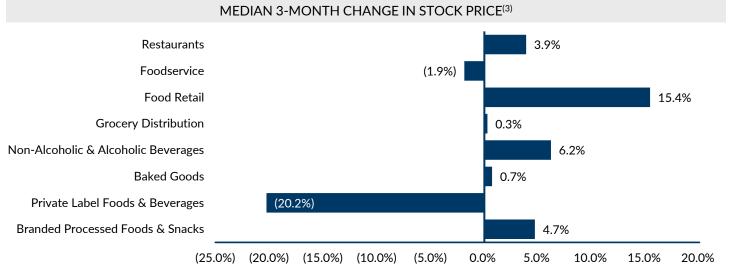
Valuation Trends and Equity Performance:

- The median EV/EBITDA multiple for the PMCF Food & Beverage Index declined by a full turn, from 13.5x to 12.5x in Q1-25 compared to the same quarter in the previous year. The decrease reflects guarded investor sentiment during ongoing tariff discussions and anticipated U.S. regulatory changes under the new administration.
- The PMCF Food & Beverage Public Equities Index saw a modest annual gain of 2.3%, driven exclusively by growth in the Food Retail and Foodservice sectors. Food Retail also led the way in Q1-25, posting a strong 15.4% increase.

	Stock Price %	Change	EV/EBITDA %	Change	Cu	rrent Valuation	Stats	Net Debt/ TTM
Industry and Segment	3 Month	1 Year	3 Month	1 Year	Fwd PE	TTM PE	EV/EBITDA	EBITDA
Branded Processed Foods & Snacks	4.7%	(6.3%)	0.8%	(6.4%)	20.3x	22.9x	14.2x	2.8x
Private Label Foods & Beverages Baked Goods Non-Alcoholic & Alcoholic Beverages Grocery Distribution	(20.2%)	(30.4%)	(15.8%)	(26.3%)	15.5x	22.7x	8.6x	3.3x
Baked Goods	0.7%	(20.0%)	0.2%	(18.6%)	16.3x	19.8x	9.3x	2.1x
Non-Alcoholic & Alcoholic Beverages	6.2%	(9.5%)	2.5%	(11.5%)	16.8x	22.4x	11.5x	2.2x
Grocery Distribution	0.3%	0.2%	16.0%	6.5%	11.5x	14.6x	10.5x	4.0x
Food Retail	15.4%	40.0%	13.7%	27.2%	29.8x	34.5x	21.3x	2.0x
Foodservice	(1.9%)	21.3%	(0.6%)	3.4%	17.1x	33.4x	13.1x	3.0x
Restaurants	3.9%	(6.4%)	2.3%	(11.6%)	21.6x	30.7x	14.9x	3.3x
erall Median	2.3%	(6.4%)	1.5%	(9.0%)	16.9x	22.8x	12.5x	3.3x

PMCF FOOD & BEVERAGE INDEX PUBLIC VALUATIONS (1) (2)

	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	Q2 2024	Q3 2024	Q4 2024	Q1 2025
Revenue Multiple									
Median	1.6x	1.8x	1.6x	1.6x	1.6x	1.5x	1.6x	1.6x	1.6x
Mean	2.3x	2.3x	2.2x	2.2x	2.2x	2.1x	2.3x	2.1x	2.2x
EBITDA Multiple ⁽¹⁾									
Median	14.6x	14.3x	12.5x	12.5x	13.5x	12.6x	12.6x	12.8x	12.5x
Mean	15.2x	14.7x	13.6x	13.6x	13.9x	13.4x	14.0x	13.2x	13.7x



Source: Capital IQ

(1) Multiple of EBITDA based on EBITDA inclusive of equity income from affiliates (2) Quarterly figures based on the last trading day of each quarter shown

(3) Industry and segment returns are based on price-weighted performance

Food & Beverage M&A Activity



Sources: Capital IQ, company websites and PMCF proprietary research

Food & Beverage M&A Activity

SELECT FOOD & BEVERAGE TRANSACTIONS

			Industry
Date Jan-25	Target	Buyer	Segment Mobile Food Wagons
	Bull's Eye Brands, Inc.	AFM Capital Partners, Inc.	Edible Oils
Jan-25	Sauer Brands, Inc.	Advent International, L.P.	
Jan-25	The Whole Bowl, Inc.	Moberi LLC	Resraurants
Jan-25	T & B Management, LLC	Artistry Restaurants, LLC	Catering Services
Jan-25	Nardone Brothers Baking Company, Inc.	MBC Companies	Prepared and Preserved Foods
Jan-25	Perfect Coffee Water	Third Wave Water, LLC	Coffee And Tea
Jan-25	Yerbaé Brands Corp.	Safety Shot, Inc.	Non-Carbonated Drinks
Jan-25	College Fresh Inc.	Upper Crust Food Service, LLC	Food Service
Jan-25	Ritas Franchise Company, LLC	Maple Park Capital Partners	Dairy Products and Eggs
Jan-25	Spindrift Beverage Co., Inc.	Gryphon Advisors, LLC	Non-Carbonated Drinks
Jan-25	Vertage Foods LLC	Misha's Inc	Dairy Products and Eggs
Jan-25	Advanced Food Systems, Inc.	Solina Group Services SAS	Seasonings and Preservatives
Jan-25	Main Street Gourmet, LLC	Shore Capital Partners, LLC	Bread and Bakery Products
Jan-25	Nature's Table, Inc.	Fast Fresh Brands	Prepared and Preserved Foods
Jan-25	Power Crunch	Ferrero U.S.A., Inc.	Prepared and Preserved Foods
Jan-25	Farmers Hen House Group, LLC	Pete and Gerry's Organics, LLC	Dairy Products and Eggs
Feb-25	Mannon Specialty Foods, Inc.	Legacy Bakehouse LLC	Bread and Bakery Products
Feb-25	Eastern Tea Corporation	Everton SpA	Coffee And Tea
Feb-25	Blackbird Foods Inc.	Ahimsa Companies	Prepared and Preserved Foods
Feb-25	BD Wind Down, LLC	Benchmark Beverage Company, LLC	Beer, Ale and Malt Beverages
Feb-25	Aura Bora, Inc.	Next in Natural	Soda and other Carbonated Drinks
Feb-25	BUBLUV Inc.	Core Home Inc.	Coffee And Tea
Feb-25	Wines Unlimited, Inc.	ARGEA SPA	Wine
Mar-25	Dutch Gold Honey, Inc.	New Water Capital	Seasonings and Preservatives
Mar-25	Old Carter Whiskey Co.	Durnil Realtors-Auctioneers, Inc.	Spirits and Liquors
Mar-25	Bayou Carlin Oyster Company, LLC	Prestige Oysters, Inc.	Seafood Processing and Seafood Products
Mar-25	Sevillo Fine Foods, Inc	Woodland Foods, LLC	Prepared and Preserved Foods
Mar-25	Denmark Sausage, LLC	Premium Brands Holdings Corporation	Meat Processing And Meat Related Products
Mar-25	Fishbowl Spirits, LLC	Next Century Spirits LLC	Spirits and Liquors
Mar-25	Pasta Mami, Inc.	Goldbergs Group, Inc.	Grain And Field Beans
Mar-25	Pacific Food Distributors LLC	Quirch Foods, LLC	Food Distribution
Mar-25	Hato Potrero Farm Inc.	Marquez Brothers International, Inc.	Dairy Products and Eggs



Sources: Capital IQ, company websites and PMCF proprietary research

What is a Strategic Assessment and Why is it Important?

A Strategic Assessment is a comprehensive report that examines a business holistically with specific consideration given to the financial results, operations, and organizational structure. We advise our clients consider before a planned liquidity event to ensure your company is ready for a transaction. This process includes:

Determining your company's current value

Identifying factors that enhance or erode value and related risk considerations

Developing strategies to bridge gaps in value and market position

7 Reasons Why a Strategic Assessment is Essential for Maximizing Business Value In Preparation of a Liquidity Event

1	Prepares your company for the scrutiny of capital investors	suc M& anc
2	Helps ownership and management identify the value attributes and constraints of the business	ach leve rela ser
3	Provides ownership with an understanding of perceived value considerations in the eyes of investors	gro PM ens
4	Affords your company an opportunity to address shortfalls and enhance the value in advance of a capital transaction	uni wit exp cor
5	Helps align corporate strategy with organizational, tax, and wealth transfer planning	•
6	Helps shareholders/management understand how various business strategies can impact future value	•
7	Resolves potential deal obstacles to ensure a smooth diligence process and higher likelihood of deal success	•
	As an investment in your company, PMCF will complete a complimentary Strategic Assessment. For additional information, please visit	
	pmcf.com	•

SIGNIFICANT INDUSTRY EXPERTISE AND RESOURCES

Founded in 1995, PMCF has spent 25+ years successfully advising clients in the middle market. From M&A advisory or capital raising to strategic assessment and transaction planning, we execute transactions to achieve life-changing outcomes for our clients. We leverage our significant deal experience, industry relationships, and a deep understanding of sectors we serve to support our clients' organic and inorganic growth initiatives.

PMCF takes a strategic approach to transaction planning, ensuring the positioning and messaging conveys the unique differentiators of your company. Our affiliation with Plante Moran provides us access to transaction tax experts to provide insight into structure planning considerations.

- Developing strategies to effectively deploy capital and resources to maximize ROI on your highpriority growth initiatives
- Aligning your process capabilities with key macrotrends driving industry growth
- Evaluating KPI trends and results and understanding how they are used in daily management
- Reviewing the organizational chart and the internal plan for turnover and/or succession of key management team members
- Pursuing customer diversification at attractive, appropriate margins
- Understanding margin trends and concentrations of margin within product groups or customers
- Assessing your company's differentiation and position in the marketplace
- Leveraging our extensive global relationships to help penetrate new customers and/or markets

About PMCF

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OUR FIRM

PMCF's M&A advisory and investment banking services are designed to provide company shareholders with a trusted advisor to oversee all transaction related aspects of a company sale or strategic acquisition. Our service levels, industry expertise in food & beverage, and approach to managing transactions goes well beyond a typical investment banker.





- Differentiated approach via senior banker leadership and direct involvement through every step of the transaction providing a consistent and highly experienced point of contact
- One of the largest, most active investment banking boutiques with a focus on specialty niche businesses
- Proven positioning and marketing processes to obtain premium valuations in company sales
- Tailored sale process provides for extensive upfront preparation, detailed company review and identification of any potential issues in advance, and buyer evaluation/diligence ensuring the right fit
- Unique sale planning approach that helps shareholders best prepare for a future sale whether its six months or several years
- Long-term and client first approach allows PMCF to provide unbiased feedback



Two-time winner, Boutique Investment Banking Firm of the Year by M&A Advisor Awarded, Cross Border Corporate and Strategic Acquisition of the Year by M&A Advisor

Awarded, Cross Border M&A Deal of the Year by M&A Advisor Awarded, Deal of the Year by ACG Detroit



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