

Jefferies – Consumer Conference

Open a World of Goodness®

June 20, 2022



 **WHOLE
EARTH
BRANDS**

Disclaimer

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Forward-looking statements may be accompanied by words such as "achieve," "aim," "anticipate," "believe," "can," "continue," "could," "drive," "estimate," "expect," "forecast," "future," "guidance," "grow," "improve," "increase," "intend," "may," "outlook," "plan," "possible," "potential," "predict," "project," "should," "target," "will," "would," or similar words, phrases or expressions. Examples of such forward-looking statements include those related to our supply chain reinvention, our ability to meet product launch goals, our ability to offset inflation, and our 2022 Guidance. Factors that could cause actual results to differ materially from those in the forward-looking statements include, but are not limited to, the Company's ability to achieve the anticipated benefits of the integration of Wholesome and Swerve in a timely manner or at all; the ongoing conflict in Ukraine and related economic disruptions and new governmental regulations on our business, including but not limited to the potential impact on our sales, operations and supply chain; adverse changes in the global or regional general business, political and economic conditions, including the impact of continuing uncertainty and instability in certain countries, that could affect our global markets and the potential adverse economic impact and related uncertainty caused by these items; the extent of the impact of the COVID-19 pandemic, including the duration, spread, severity, and any recurrence of the COVID-19 pandemic, the duration and scope of related government orders and restrictions, the impact on our employees, and the extent of the impact of the COVID-19 pandemic on overall demand for the Company's products; local, regional, national, and international economic conditions that have deteriorated as a result of the COVID-19 pandemic, including the risks of a global recession or a recession in one or more of the Company's key markets, and the impact they may have on the Company and its customers and management's assessment of that impact; extensive and evolving government regulations that impact the way the Company operates; and the impact of the COVID-19 pandemic on the Company's suppliers, including disruptions and inefficiencies in the supply chain.

These forward-looking statements are subject to risks, uncertainties and other factors, many of which are outside of the Company's control, which could cause actual results to differ materially from the results contemplated by the forward-looking statements. These statements are subject to the risks and uncertainties indicated from time to time in the documents the Company files (or furnishes) with the U.S. Securities and Exchange Commission.

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In this presentation, Whole Earth Brands relies on and refers to information and statistics regarding the sectors in which it competes and other industry data. The Company obtained this information and statistics from third-party sources, including reports by market research firms. The Company has supplemented this information where necessary with information from its own internal estimates, taking into account publicly available information about other industry participants and its management's best view as to information that is not publicly available. The Company has not independently verified the accuracy or completeness of any such third-party information.

Use of Non-GAAP Financial Measures

This Presentation includes non-GAAP financial measures which do not conform to SEC Regulation S-X in that it includes financial information (including proforma and/or constant currency metrics, Adjusted EBITDA, Adjusted Gross Profit Margin, Free Cash Flow, Free Cash Flow Margin and CAPEX) not derived in accordance with GAAP. Accordingly, such information is adjusted and presented differently in Whole Earth Brands' proxy statement/prospectus filed with the SEC. Whole Earth Brands believes that the presentation of non-GAAP measures provides an additional tool for investors to use in evaluating ongoing operating results and trends. Other companies may calculate non-GAAP measures differently, and therefore Whole Earth Brands' respective non-GAAP measures may not be directly comparable to similarly titled measures of other companies. The Company cannot reconcile forward looking Adjusted EBITDA projections to net income without unreasonable effort because certain items that impact net income and other reconciling metrics are out of the Company's control and/or cannot be reasonably predicted at this time. These items include, but are not limited to, share-based compensation expense, impairment of assets, acquisition-related charges and COVID-19 related expenses. These items are uncertain, depend on various factors, and could have a material impact on GAAP reported results for the guidance period.

We Are Taking On Refined Sugar

Our MISSION

Enabling healthier lifestyles and providing access to high-quality plant-based sweeteners, flavor enhancers and other foods through our diverse portfolio of trusted brands and delicious products



Wholesome



Canderel

equal

Strong Foundation in Place to Drive Scale Benefits

JUNE 25, 2020

Formed from legacy brands, Merisant and MAFCO; **Begins trading on Nasdaq**

JULY 16, 2020

CPG branded segment reaches 31% market share in the U.K; Pure Via became one of the fastest growing natural sweetener brands following 2019 launch



FEB. 8, 2021

Acquires **Wholesome Sweeteners**, nearly doubling Branded CPG revenue



AUGUST 9, 2021

Announces **completion of Flavors & Ingredients footprint optimization**

Branded CPG Supply Chain Reinvention milestone with opening of Decatur, AL production facility

MAY 10, 2022

Branded CPG: successful production ramp-up following Supply Chain Reinvention actions

JULY 7, 2020

Whole Earth becomes fastest growing stevia-based sweetener, 6x faster than the category



NOV. 10, 2020

Acquires Swerve, doubled Company's North American market share to 10%



MAY 14, 2021

Announces **completion of Swerve and Wholesome Integrations**



FEBRUARY 24, 2022

Launches ESG Framework



Wholesome receives earnout for strong performance



JUNE 21, 2022

Sets 12 Global Strategic 2030 ESG Goals

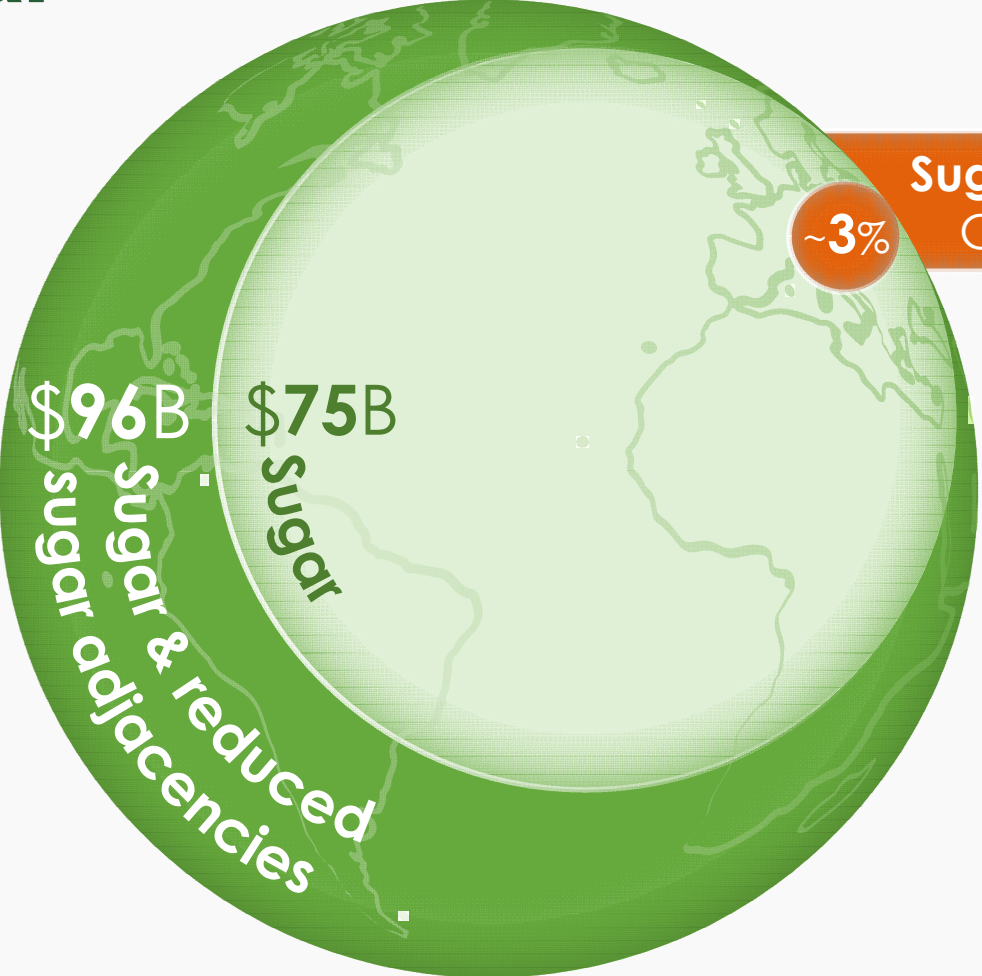


Highlights: 25% reduction in Scope 1 & 2 emissions; 100% reusable, recyclable, compostable packaging

Nielsen data
Company Materials, SEC Filings

Disrupting a Massive ~\$100B+ Market Dominated by Refined Sugar

Whole Earth Brands is the only global player disrupting refined sugar



Sugar Substitutes
Global Penetration

Low-calorie sweeteners represent only ~3% of global tabletop sweetener volumes

Natural sweeteners category is in its infancy, commercialization of Stevia began in 2008

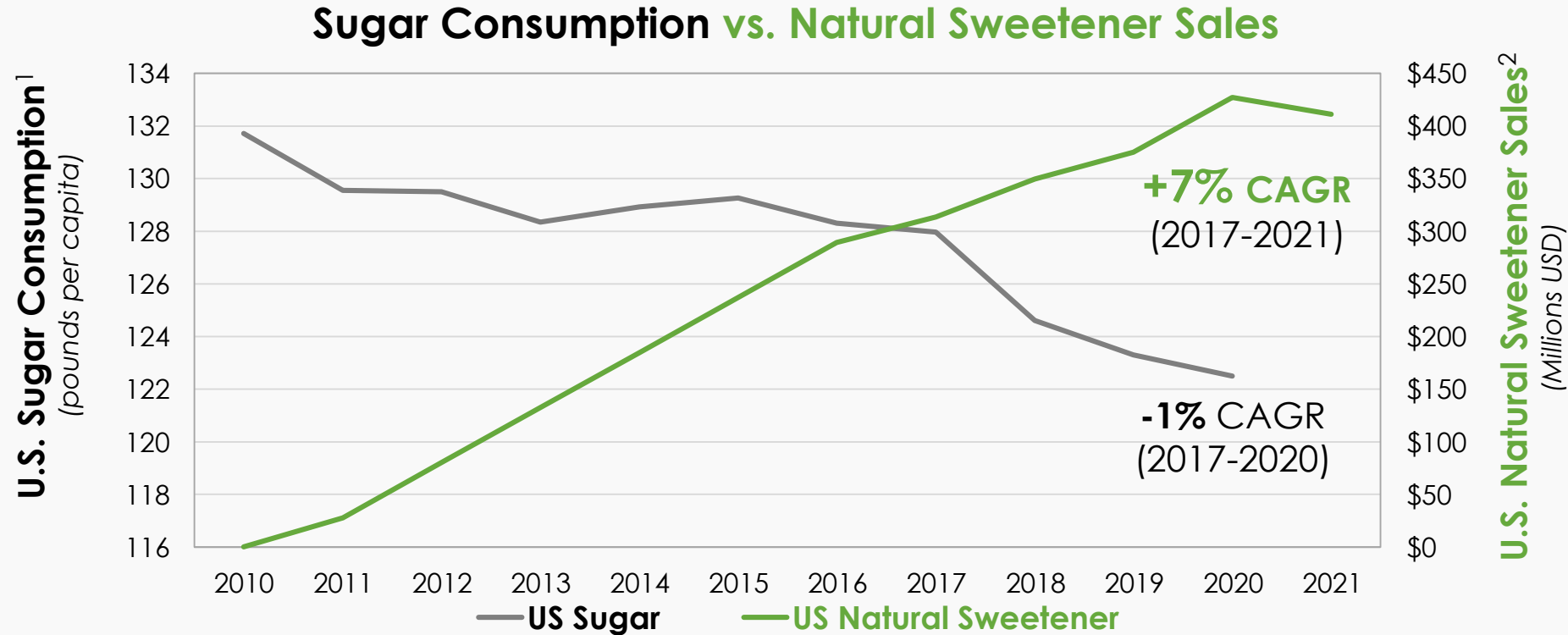
A tremendous opportunity exists for low-calorie sweeteners to gain share against sugar globally

Sources:
Global Sugar
Global Reduced Sugar (ex. Beverages)
Sugar Substitutes

<https://www.researchandmarkets.com/reports/4801651/global-sugar-market-forecasts-from-2019-to-2024#src-pos-8>
Euromonitor Passport Market Sizes
Global penetration measured as percentage of Sugar TAM; LMC, L.E.K. research and analysis

Consumers Are Seeking Alternatives to Refined Sugar

Sugar consumption peaked in 1999 and has been steadily declining in the U.S.



Penetration opportunity extends globally

¹USDA Economic Research Service, U.S. per capita caloric sweeteners in pounds estimated deliveries for domestic food and beverage use, by calendar year

²Nielsen Total US xAOC 2017-2021, Historical Data estimated at standard rate of growth from zero in 2010

Refined Sugar Is a Concern Across All Generations



Health at
18-24

No taste sacrifice
Low sugar
Sustainability
Plant based options
Organic

Low Sugar
&
Sustainability
Plant-based
Organic



Health at
25-44

No taste sacrifice
Low sugar
Sustainability
Plant based options
Organic
Gut health



Health at
45-54

No taste sacrifice
Low sugar
Sustainability
Low Fat
Avoid diets

Low Sugar
&
Low Fat
Low Calorie



Health at
55+

No taste sacrifice
Low sugar
Low fat
Low sodium
Low Cholesterol
Avoid diets



¹ foodinsight.org, IFIC 2021 Food & Health Survey

All Other: Mintel. Consumer Approach to Nutrition. US. January 2020; Mintel. Free-From Foods. US. June 2019

The Cause? Our Diet Is Leading to a Global Health Problem

WHERE WE'VE BEEN...

The consumption of refined sugar is a major cause of obesity and many chronic diseases, such as type 2 diabetes and heart disease



CURRENT & FUTURE STATE...

Growing demand for healthier food choices will continue to reduce refined sugar usage

3X the number of people have **obesity** today than in 1975¹



700 million people will likely have diabetes by 2045²



60% of consumers find low sugar products to be appealing³



35% believe companies should do more to reduce sugar in their products⁴



Negative eating habits during the COVID-19 pandemic contributed to 42% of Americans gaining weight, further exacerbating health conditions⁵

¹<https://www.who.int/news-room/fact-sheets/detail/obesity-and-overweight>

²<https://www.idf.org/aboutdiabetes/what-is-diabetes/facts-figures.html>

³Mintel, The Low-Sugar Destiny of Health, January 2021

⁴Mintel Sugar and Sweeteners Report, December 2016

⁵<https://www.healthline.com/health-news/61-percent-of-americans-say-they-gained-weight-during-the-pandemic>

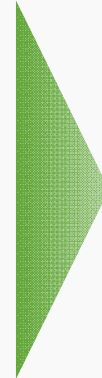
Whole Earth Brands is Part of the Solution to this Growing Problem

We are aggressively leading the charge to catalyze industry innovation, product trial and consumer awareness

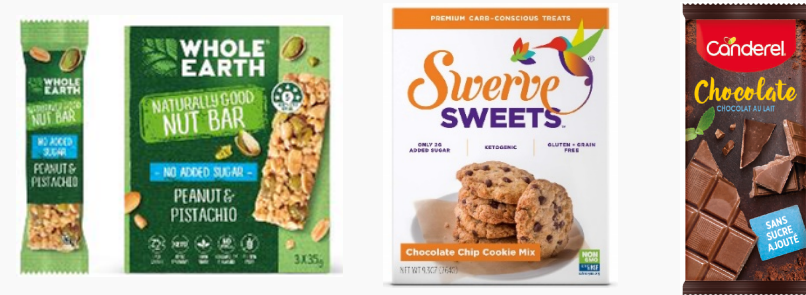
Whole Earth Brands is displacing refined sugar



Natural Sweetener Category



Looking to keep on displacing refined sugar by bringing modern, sugar-conscious attributes to sweet adjacencies including baking, chocolate, and beyond



“Free from added sugar” is claimed on 12% of total edible products, growing +16%²

Whole Earth Brands is tackling the problem through a multi-prong strategy of providing consumers with delicious, sugar substitutes, baking solutions and other ready to eat no-sugar-added products

Nielsen IQ Answers, Total Edibles, L52Wk ending 1/23/21 Total US xAOC Incl. Convenience

Global Beverage Consumption and In-Home Baking Trends Perfectly Aligned with Business Strategy



Coffee and tea consumption continues mid-to-high single digit growth¹

Baking accounts for 50% of worldwide sugar consumption



47%
are looking for ways to cook healthier²

46%
are baking more post COVID-19²



Source: Euromonitor, LMC

¹ Coffee and tea are the most common applications for low calorie sweeteners. Coffee and tea are primarily self sweetened; therefore, as consumption increases, sweetener demand is expected to increase accordingly

² Food Navigator-usa.com, Survey: Cooking more at home could become the new normal post-pandemic

Leading CPG Portfolio of Brands



Premium, plant-based sweeteners and beyond with wellness at heart



High quality, responsibly-sourced organic, fair trade, clean indulgence



Zero sugar, Keto-friendly sweeteners & mixes for ultimate enjoyment



Premium, natural ingredient sweeteners for beverages, baking, & pure joy



Leading legacy sweeteners brand for beverages, baking & more




















Trusted, value-oriented sweeteners for beverages & baking



Expansion into category adjacencies – including baking and ready-to-eat products – drives revenue growth

CPG Portfolio of Brands in Key Markets

SHARE RANK in Top 7 Markets

BRAND AWARENESS		U.S.	France	U.K.	Australia	Argentina	South Africa	Thailand
		#4	#1	#1	#1	#2	#1	#1
 WHOLE EARTH	12%							
 PURE VIA	48 - 50%							
<i>Wholesome</i>	7%							
 Swerve	8%							
<i>equal</i>	75 - 90%							
Canderel	80 - 90%							

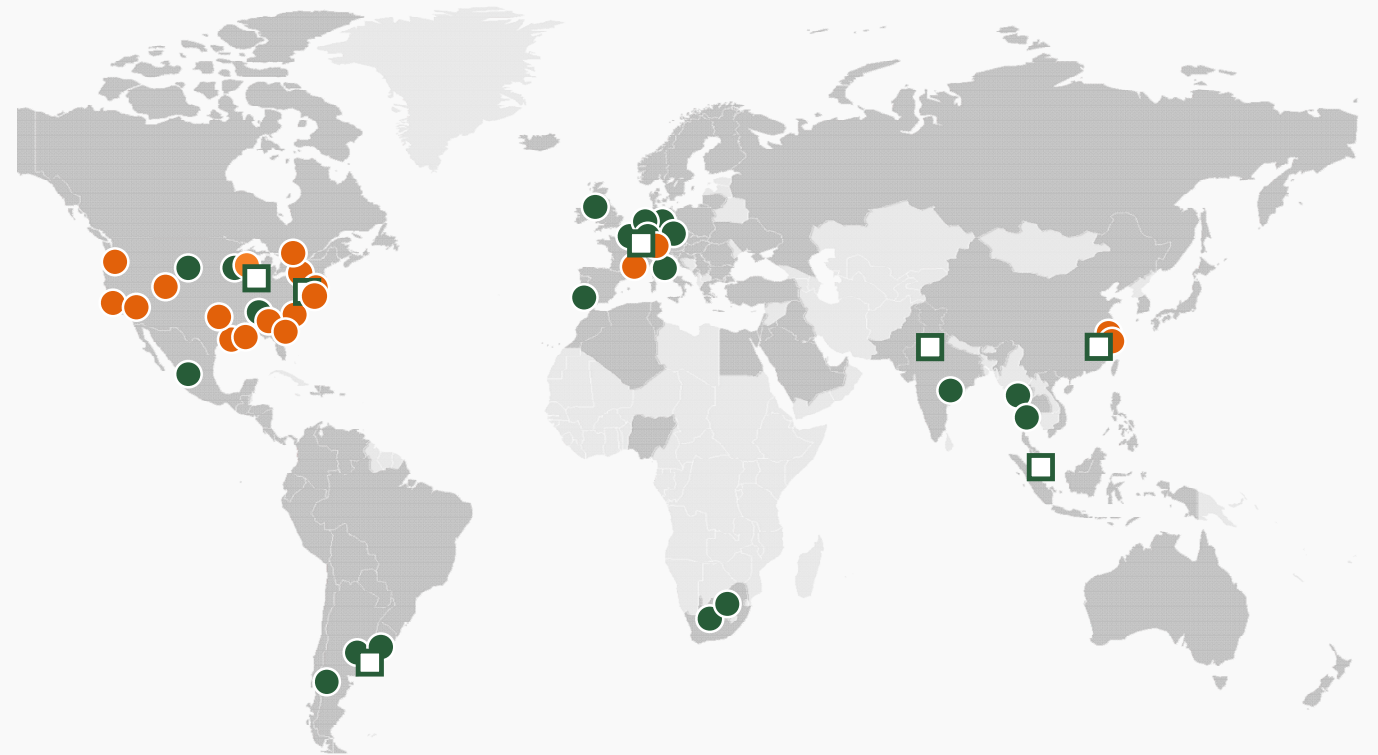
"Share Rank": Market Nielsen latest data YTD period through 2021

"Brand Awareness": UK data from 2018 Dig Insights study. U.S. and France data from 2018 Brand Health Tracking Study; Australia data from 2018 Colmar Brunton report; South Africa data from TNS report 2014; Argentina Estudio Nora Reyes report 2017; L.E.K. management data for Swerve

Global Supply Chain Capabilities

Driving top-line growth, margin expansion and free cash flow generation

- **Asset-light manufacturing model**
 - Serves >100 countries primarily through co-manufacturing facilities
- **World-class supply chain capabilities**
 - Enable rapid rollout of new products and seamless integration of acquired businesses



North America Supply Chain Reinvention well underway

- Streamline sourcing, manufacturing, and logistics
- Enables future M&A plug-ins/synergies capture

□ Whole Earth Brands regional HQ

● Manufacturing facilities
● Co-manufacturing facilities

Flavors & Ingredients Segment is Driving Growth

A very strong foundation to build upon



World-class supply chain knowledge and experience



Long-term strategic relationships with critical supply partners



Mafco is the security of supply “backstop” for global licorice supply as a critical performance ingredient



GFSI certified manufacturing to use any type/origin of licorice raw material to make Mafco's finished licorice products



Best in class licorice product applications development and technical support

Empowered by experienced leadership, an application-focused sales strategy, and a stronger R&D & sales team to drive growth

Growth Drivers



1

Drive category leadership through innovation and brand building



2

Disrupt adjacent categories with reduced/no-sugar-added / better-for-you new product offerings



3

Expand distribution by leveraging Whole Earth Brands “Power of One” portfolio across channels



4








Continue to strengthen our global supply chain and manufacturing footprint



5

Selectively target strategic acquisitions to enhance portfolio and penetrate new markets

North America 2022 Innovation Pipeline

BRAND	CORE PRODUCT	CORE PACKAGING	ADJACENCY
			
			
	<p data-bbox="570 908 927 965">Coming Soon</p>		<p data-bbox="1997 901 2354 958">Coming Soon</p>
			

North America 2022 Brand Building Initiatives

1 CONSUMER ENGAGEMENT

Influencer activations to drive relevancy, cross-channel content, and omni-channel velocities



Activated at Key National Mass Merchandiser

2 SOCIAL & DIGITAL ADVERTISING

Impactful Social, Digital programmatic advertising to maintain cultural relevance

3 CUSTOMER SPECIFIC ADVERTISING

Drive Innovation and amplify promotional drives with targeted Social

Key National Grocer



Innovation Trial & Velocities

Key Regional Grocers



Q2 Promo Amplification

North America “Power of One” Distribution Gains for 2022

Key Distribution Wins

Customer Type	Key National Discount Retailer	Key National Grocer	Key National Grocer
Brand(s) Accepted		   	 
Format(s) Accepted	Sachets	Bags & Sachets	Baking Mixes & Sachets

Productivity Gains to Help Offset Inflation

Pricing

- Execute list price increases and trade spend optimization
 - Evaluate packaging size opportunities
-

COGS Savings

- Commodity pre-buys ahead of 2022
 - Productivity initiatives include:
 - Flavors & Ingredients Footprint Optimization including Camden plant closure, driving approximately \$2-3 million in savings in both 2021 and 2022
 - North America Supply Chain Reinvention
 - Synergies from acquisitions driving cost favorability
-

SG&A Savings

- Synergies and Flavors & Ingredients Footprint Optimization drive savings
- Discretionary spend savings

Mid-Single Digit Long-Term Growth Algorithm

Net Sales	<p>Mid-single digit organic growth through the cycle</p> <ul style="list-style-type: none">▪ Driven by distribution gains, geographic expansion, and continued innovation▪ Accelerated by tuck-in acquisitions
Adjusted EBITDA	<p>Margins of ~16-18%</p> <ul style="list-style-type: none">▪ Operational leverage from existing footprint and SG&A platform <p>Mid-to-High single digit growth</p> <ul style="list-style-type: none">▪ Accelerated by accretive and synergistic tuck-in acquisitions
CAPEX	<p>Long-term view of CAPEX approximating ~1.5% of net sales</p> <ul style="list-style-type: none">▪ Asset-light business model▪ Higher spend in 2020/2021 associated with manufacturing footprint optimization project and supply chain reinvention

**Disciplined
Capital
Allocation for
Global Market
Leadership**

Opportunistically pursue synergistic,
growth-enhancing M&A



Long-term leverage target ~3.0x



Priority for capital allocation will be towards
deleveraging

Investment Highlights

Targeting a massive \$100B sugar and reduced-sugar adjacencies market



Secular shift towards health and wellness and plant-based provides multi-decade tailwinds and large opportunities in sugar-laden products



Global platform serving long-standing customer relationships across 100+ countries through our leading brands



Asset-light and scalable business model with leading market positioning allows for sustainably high-margin profile



Attractive balance sheet and stable free cash flow supports growth initiatives and opportunity to drive complementary M&A

Thank You



Questions?



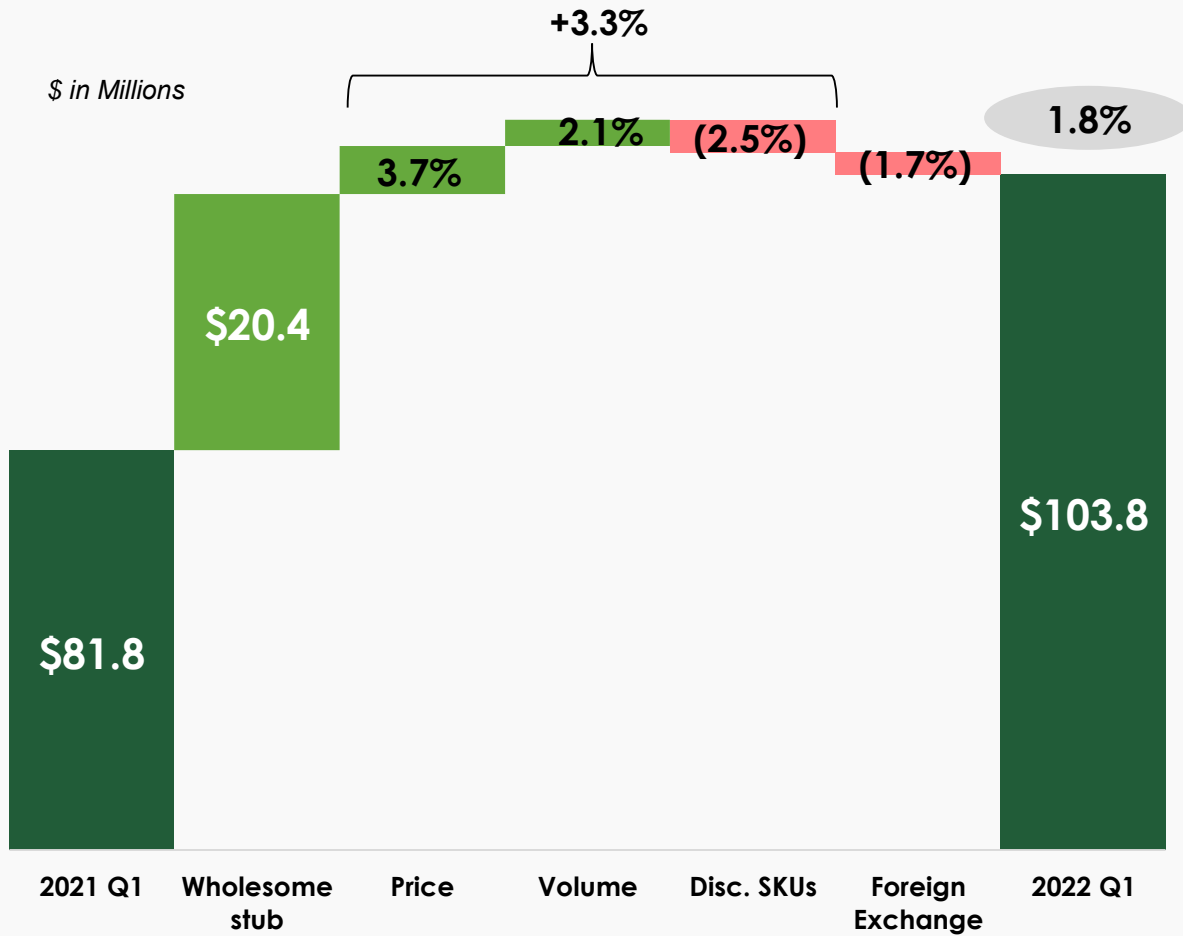
Appendix

Q1 2022 Financial Summary

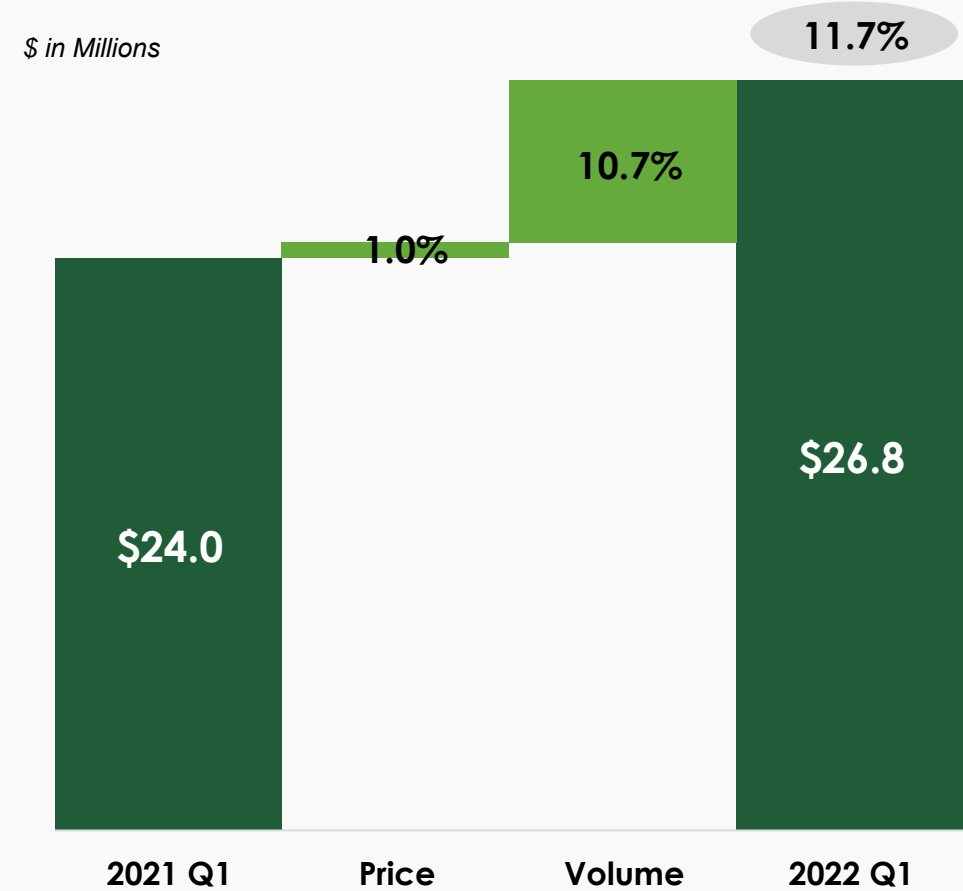
- **Consolidated product revenues of \$130.6 million** increased 23.4% versus prior year, driven by:
 - Wholesome acquisition and growth in the base business
 - Offset by -\$1.8 million, or -1.7%, Forex impact as the USD strengthened against most currencies
- **Branded CPG proforma organic revenue growth was +3.3%**, driven by price increases taken throughout Q1
 - Volumes were flat, with decreases in North America driven by continued production ramp-up, low margin SKU rationalization, offset by gains in international
- **Flavors & Ingredients revenues increased by 11.7%**, driven by:
 - Strong volume growth across the portfolio and some price increases
- **Adjusted EBITDA delivery of \$17.8 million**, an increase of 1.8%, driven by:
 - Growth from Wholesome acquisition, offset by -\$0.4 million, or -2%, Forex impact as the USD strengthened against most currencies
- **Adjusted Free Cash Flow generation was \$5.4 million** for Q1 2022 (excluding one-time Adjusted EBITDA cash adjustments)
- **Net debt as of March 31, 2022, was \$387.3 million** net of unamortized debt discount and issuance costs
 - Represents a net leverage ratio of 4.53x using full year 2022 Adjusted EBITDA (mid-point of guidance). The increase from December 31, 2021 was driven by the Wholesome final earnout payout in Q1.

Q1 2022 Segment Revenue Performance

Branded CPG Segment



Flavors & Ingredients Segment



Branded CPG growth rates, shown on a proforma organic basis;
 Wholesome stub period represents pre-acquisition period from Jan 1 – Feb 5, 2021

Product Revenues, Net Constant Currency and Proforma Organic Growth

\$ in Thousands

	Three Months Ended March 31,							
			\$ change			% change		
	<u>2022</u>	<u>2021</u>	<u>Reported</u>	<u>Constant Dollar</u>	<u>Foreign Exchange⁽²⁾</u>	<u>Reported</u>	<u>Constant Dollar</u>	<u>Foreign Exchange</u>
<u>Product revenues, net</u>								
Branded CPG	\$ 103,761	\$ 81,797	\$ 21,964	\$ 23,725	\$ (1,761)	26.9%	29.0%	-2.2%
Flavors & Ingredients	<u>26,831</u>	<u>24,028</u>	<u>2,803</u>	<u>2,803</u>	<u>-</u>	<u>11.7%</u>	<u>11.7%</u>	<u>0.0%</u>
Combined	\$ 130,592	\$ 105,825	\$ 24,767	\$ 26,528	\$ (1,761)	23.4%	25.1%	-1.7%
<u>Proforma Organic⁽¹⁾</u>								
Branded CPG	\$ 103,761	\$ 102,171	\$ 1,590	\$ 3,352	\$ (1,761)	1.6%	3.3%	-1.7%
Flavors & Ingredients	<u>26,831</u>	<u>24,028</u>	<u>2,803</u>	<u>2,803</u>	<u>-</u>	<u>11.7%</u>	<u>11.7%</u>	<u>0.0%</u>
Combined	\$ 130,592	\$ 126,199	\$ 4,393	\$ 6,155	\$ (1,761)	3.5%	4.9%	-1.4%

(1) Product revenues, net shown on a like for like basis, including the impact of both acquisitions for all periods in both the current and prior year periods.

(2) The "foreign exchange" amounts presented, reflect the estimated impact from fluctuations in foreign currency exchange rates on product revenues.

Q1 2022 / Q1 2021 Adjusted EBITDA Reconciliation

\$ in Thousands

	Three Months Ended March 31, 2022	Three Months Ended March 31, 2021
Product revenues, net	\$ 130,592	\$ 105,825
Net income (loss)	\$ 2,726	\$ (12,025)
Provision (benefit) for income taxes	1,124	(3,682)
Other income, net	(1,956)	(310)
Loss on extinguishment and debt transaction costs	-	5,513
Interest expense, net	6,032	5,078
Change in fair value of warrant liabilities	(861)	2,362
Operating income (loss)	7,065	(3,064)
Depreciation	1,460	969
Amortization of intangible assets	4,705	4,151
Purchase accounting adjustments	(1,599)	1,619
Transaction related expenses	-	210
Long term incentive plan	1,650	2,093
Severance and related expenses	230	-
Non-cash pension expense	10	-
Public company readiness	-	454
Restructuring	-	1,657
M&A transaction expenses	650	8,472
Supply chain reinvention	3,354	102
Other items	236	788
Adjusted EBITDA	\$ 17,763	\$ 17,452

Q1 2022 / Q1 2021 Operating Income Adjustments by P&L Line

\$ in Thousands

	Three Months Ended March 31, 2022				
	Cost of Goods Sold	SG&A	Amort. Of Intangibles	Restructuring	Operating Income
Non-Cash adjustments					
Depreciation	\$ 1,194	\$ 266	\$ -	\$ -	\$ 1,460
Amortization of intangible assets	-	-	4,705	-	4,705
Restructuring	-	-	-	-	-
Non-cash pension expense	-	10	-	-	10
Long term incentive plan	132	1,519	-	-	1,650
Purchase accounting costs	(1,599)	-	-	-	(1,599)
Other items	210	26	-	-	236
Total non-cash adjustments	\$ (64)	\$ 1,822	\$ 4,705	\$ -	\$ 6,463
Cash adjustments					
Restructuring	-	-	-	-	-
Long term incentive plan	-	-	-	-	-
Transaction related expenses	-	-	-	-	-
Severance and related expenses	-	230	-	-	230
Public company readiness	-	-	-	-	-
M&A transaction expenses	-	650	-	-	650
Supply chain reinvention	3,354	-	-	-	3,354
Other items	-	-	-	-	-
Total cash adjustments	\$ 3,354	\$ 881	\$ -	\$ -	\$ 4,235
Total adjustments	\$ 3,291	\$ 2,702	\$ 4,705	\$ -	\$ 10,698

	Three Months Ended March 31, 2021				
	Cost of Goods Sold	SG&A	Amort. Of Intangibles	Restructuring	Operating Income
	\$ 969	\$ -	\$ -	\$ -	\$ 969
	-	-	4,151	-	4,151
	-	-	-	358	358
	-	-	-	-	-
	247	1,943	-	-	2,189
	1,619	-	-	-	1,619
	-	-	-	-	-
Total non-cash adjustments	\$ 2,835	\$ 1,943	\$ 4,151	\$ 358	\$ 9,287
	-	-	-	-	-
	-	-	-	1,299	1,299
	(22)	(75)	-	-	(97)
	-	210	-	-	210
	-	-	-	-	-
	-	454	-	-	454
	-	8,472	-	-	8,472
	102	-	-	-	102
	475	313	-	-	788
Total cash adjustments	\$ 556	\$ 9,374	\$ -	\$ 1,299	\$ 11,229
Total adjustments	\$ 3,391	\$ 11,317	\$ 4,151	\$ 1,657	\$ 20,516

ESG Framework: 3 Pillars Supported by 2030 Goals Across 7 Material Sustainability Categories will be Released by End of Q2

Our MISSION

Enabling healthier lifestyles to delight customers through our diverse portfolio of trusted brands & delicious products

Our ESG VISION

Bring goodness to people & the planet

Our ESG PILLARS

PILLAR GOAL AREAS



1 Produce Sustainability

- ✓ Climate
- ✓ Packaging
- ✓ Waste & Water



2 Support Workers & Communities

- ✓ Responsible Sourcing
- ✓ Diversity & Inclusion



3 Enable Healthier Lifestyles

- ✓ Innovation & Transparency
- ✓ Equitable Access

Definitions of the Company's Non-GAAP Financial Measures

- **Constant Currency Presentation:** We evaluate the results of our operations on both a reported and a constant currency basis. The constant currency presentation, which is a non-GAAP measure, excludes the impact of fluctuations in foreign currency exchange rates. We believe providing constant currency information provides valuable supplemental information regarding our results of operations, thereby facilitating period-to-period comparisons of our business performance and is consistent with how management evaluates the Company's performance. We calculate constant currency percentages by converting our current period local currency financial results using the prior period exchange rates and comparing these adjusted amounts to our current period reported results.
- **Adjusted EBITDA:** We define Adjusted EBITDA as net income or loss from our consolidated statements of operations before interest income and expense, income taxes, depreciation and amortization, as well as certain other items that arise outside of the ordinary course of our continuing operations specifically described below:
- **Asset impairment charges:** We exclude the impact of charges related to the impairment of goodwill and other long-lived intangible assets. We believe that the exclusion of these impairments, which are non-cash, allows for more meaningful comparisons of operating results to peer companies. We believe that this increases period-to-period comparability and is useful to evaluate the performance of the company.
- **Purchase accounting adjustments:** We exclude the impact of purchase accounting adjustments, including the revaluation of inventory at the time of the business combination. These adjustments are non-cash and we believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Transaction-related expenses:** We exclude transaction-related expenses including transaction bonuses that were paid for by the seller of the businesses acquired by the Company on June 25, 2020. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Long-term incentive plan:** We exclude the impact of costs relating to the long-term incentive plan. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Non-cash pension expenses:** We exclude non-cash pension expenses/credits related to closed, defined pension programs of the Company. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Severance and related expenses:** We exclude employee severance and associated expenses related to roles that have been eliminated or reduced in scope as a productivity measure taken by the Company. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Public company readiness:** We exclude non-recurring organization and consulting costs incurred to establish required public company capabilities. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Restructuring:** To measure operating performance, we exclude restructuring costs. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **M&A transaction expenses:** We exclude expenses directly related to the acquisition of businesses after the business combination on June 25, 2020. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Supply chain reinvention:** To measure operating performance, we exclude certain one-time and other costs associated with reorganizing our North America Branded CPG operations and facilities in connection with our supply chain reinvention program, which will drive long-term productivity and cost savings. These costs include incremental expenses such as hiring, training and other temporary costs primarily related to taking control over production that was previously outsourced to a contract manufacturer. We believe that the adjustments of these items allows for more meaningful comparability of our operating results.
- **Other items:** To measure operating performance, we exclude certain expenses and include certain gains that we believe are not operational in nature. We believe the exclusion or inclusion of such amounts allows management and the users of the financial statements to better understand our financial results.
- **Free Cash Flow:** "Net Cash Provided by Operating Activities" (as stated in our Consolidated Statement of Cash Flows) less capital expenditures.
- **Adjusted Free Cash Flow:** We define Adjusted Free Cash Flow as Free Cash Flow excluding cash-related items that arise outside the ordinary course of our continuing operations such as transaction-related expenses and severance and related expenses.
- **Adjusted Gross Profit Margin:** We define Adjusted Gross Profit Margin as Gross Profit excluding all cash and non-cash adjustments impacting Cost of Goods Sold, included in the Adjusted EBITDA reconciliation, as a percentage of Product Revenues, net. Such adjustments include: depreciation, purchase accounting adjustments, long term incentives and other items adjusted by management to better understand our financial results.
- **Proforma organic growth:** We define proforma organic growth as if acquisitions were owned in both periods of comparison.

2022 Guidance

Adjusted EBITDA guidance reflects 2 – 6% proforma organic growth

\$ in millions	2021 Proforma Reconciliation				2022 Guidance		
	2021 Reported	Wholesome stub period	Bonus to full cash program	2021 Proforma	2022	Proforma Organic Growth ⁽¹⁾	Reported Growth
Revenue	\$494	\$20	--	\$514	\$530 - \$545	3-6%	7-10%
Adjusted EBITDA	\$82	\$2	(\$2)	\$82	\$84 - \$87	2-6%	2-6%
CAPEX	\$12				~\$10		

(1) The Company defines proforma organic growth to be as if the Company owned Wholesome for the full years 2021 and 2022.