

Supplemental Deck – Q4 2021

Open a World of Goodness®

March 14, 2022



 **WHOLE
EARTH
BRANDS**

Disclaimer

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This presentation contains forward-looking statements (including within the meaning of the Private Securities Litigation Reform Act of 1995) concerning Whole Earth Brands and other matters. These statements may discuss goals, intentions and expectations as to future plans, trends, events, results of operations or financial condition, or otherwise, based on current beliefs of management, as well as assumptions made by, and information currently available to, management.

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 2021 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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Industry and Market Data

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. The Company cannot reconcile its Adjusted Gross Profit Margin projections to Gross Profit Margin without unreasonable effort because certain items that impact Gross Profit Margin 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.

FY 2021 Financial Summary

- Consolidated product revenues of **\$494 million** increased 79.3% versus prior year, driven by the Wholesome and Swerve acquisitions and growth in the base business
- **Branded CPG two-year proforma organic revenue growth was +11.9% ¹**, reflecting strong growth across the portfolio of brands
 - Revenues increased 1% ¹ versus prior year, lapping one-time gains from Covid-19 pantry loading
- **Flavors & Ingredients revenues increased by 7.1%**, driven by:
 - Strong growth in licorice extracts and Magnasweet products
- **Adjusted EBITDA delivery of \$82.2 million**, an increase of 50.7%, driven by:
 - Growth from Wholesome and Swerve acquisitions, organic growth and productivity gains
 - Offset by higher bonus expense and full year ongoing public company costs
- **Adjusted Free Cash Flow generation was \$24.2 million** for FY 2021 (excludes one-time Adjusted EBITDA cash adjustments)
- **Net debt as of December 31, 2021, was \$358.9 million** net of unamortized debt discount and issuance costs
 - Represents a net leverage ratio of 4.37x using full year 2021 Adjusted EBITDA

⁽¹⁾ The Company defines proforma organic growth to be as if the Company owned both Swerve and Wholesome for the full years 2019, 2020 and 2021.

ESG Framework: Three Pillars, Supported by 2030 Goals Across Seven Material Sustainability Categories

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

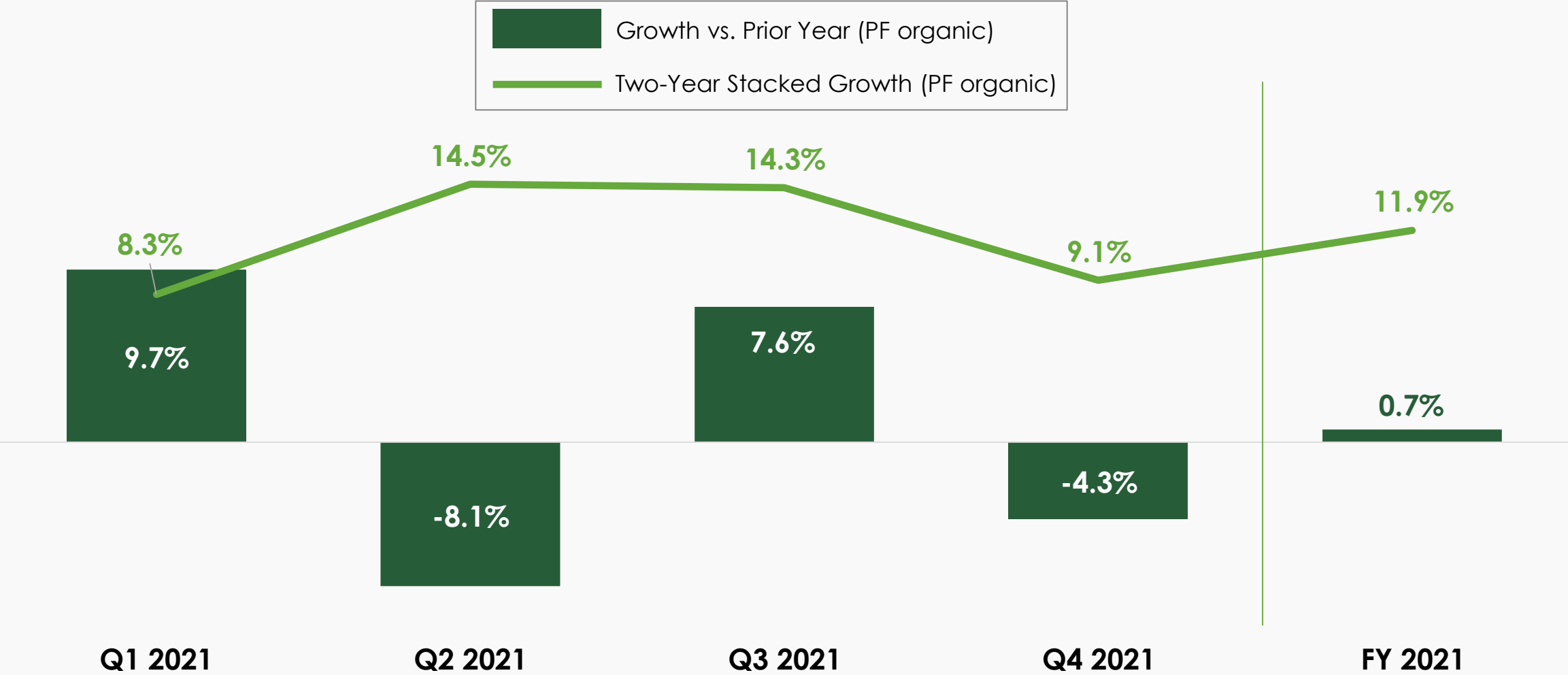
3



Enable Healthier Lifestyles

- ✓ Innovation & Transparency
- ✓ Equitable Access

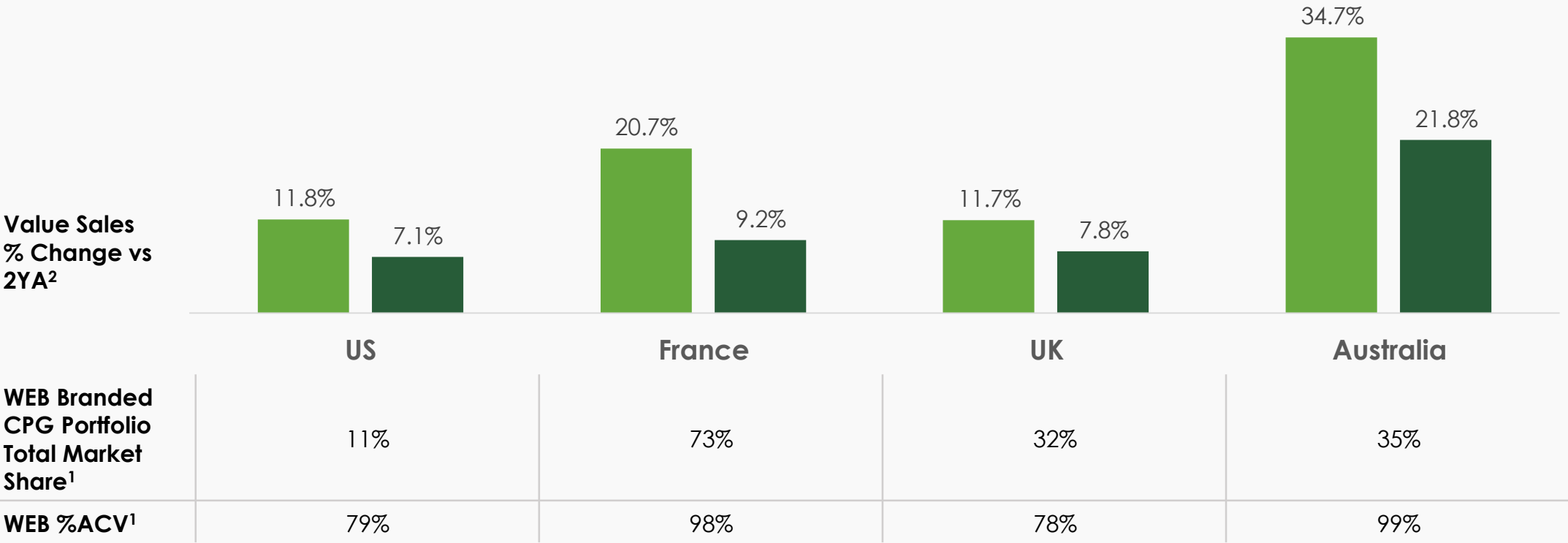
Branded CPG FY 2021 Two-year Growth is Strong at +11.9%



Whole Earth Brands Outpacing Total Sugar Substitutes Category Growth in Key Developed Markets

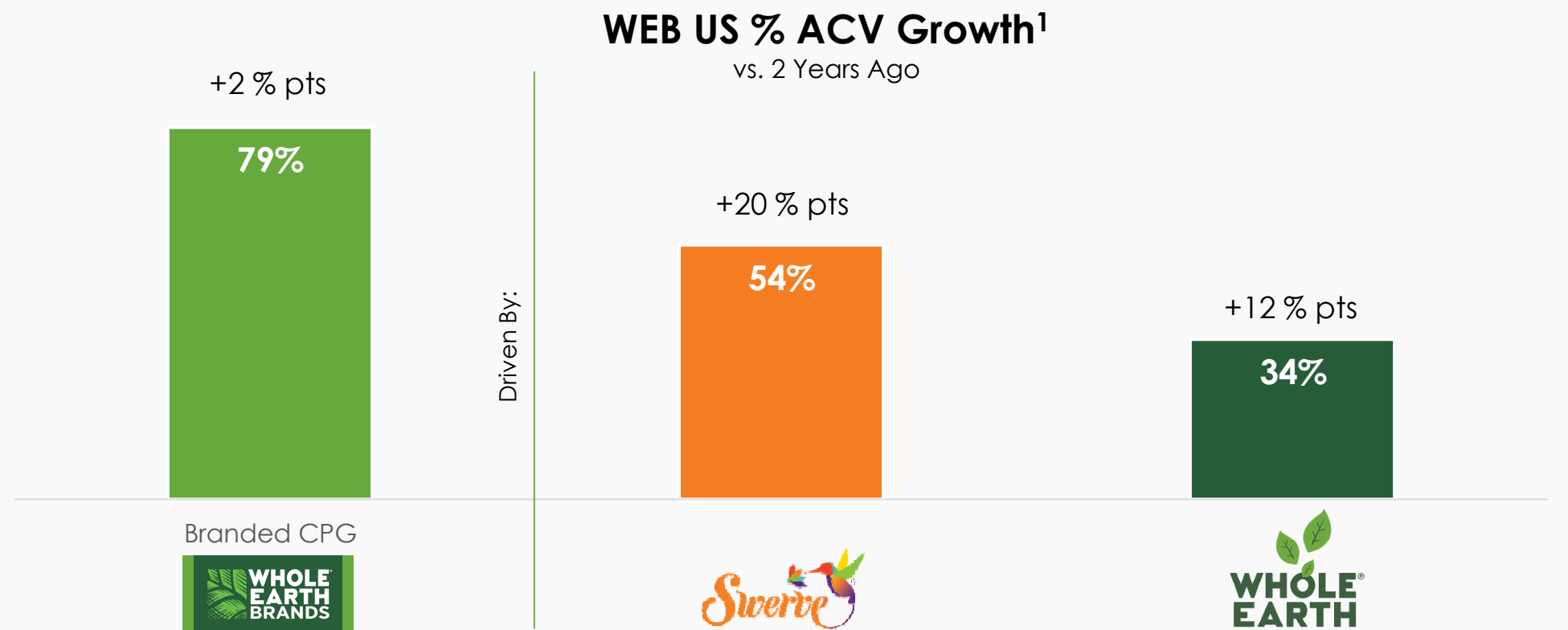
Total Sugar Substitutes¹

■ Total  ■ Total Sugar Subs



1) US (Nielsen TL US xAOC, CY 2021), FR (Nielsen HMSM Proxi Ecom, MAT P13 2021), UK (Nielsen Scantrack, CY 2021), AUZ (IRI Australian Grocery Weighted, CY 2021); as compared to year-to-date 2019; excludes Wholesome sugar and honey products
2) As compared to end of calendar year 2019

Strong FY 2021 Distribution Gains within Branded CPG Segment Driven by On-trend Natural Brands



\$4.9 million incremental dollars per point of ACV growth for Branded CPG Segment

1) Nielsen TL US xAOC, CY 2021, as compared to CY 2019

WEB Nielsen-reported Consumption Impacted by 3 factors

1

Strong growth in unmeasured channels, with 2022 growth planned

Channels unmeasured by Nielsen account for 27% of WEB North America's channel mix

Unmeasured channel gains expected to continue in 2022 with expanded distribution and continued recovery of foodservice

2

Transitory supply constraints on select SKUs

North American Supply Chain Reinvention ensures we remain well positioned to meet future demand despite a challenging supply chain environment

3

Difficult comparison to Swerve innovation in prior year (2020)

2022 innovation slate in progress combining optimal ingredients by consumer need

1) Nielsen TL US xAOC, data ending 1/1/2022

Over 30 New Products Launched Globally in 2021

Exciting innovation from ingredients to ready-to-eat snacks that contributed ~17% of net sales in 2021

NATURAL



BAKING



BAKING MIXES, CHOCOLATE, GRANOLA



OTHER FORMS



Our Global Supply Chain Network is a Competitive Advantage for our Business

6

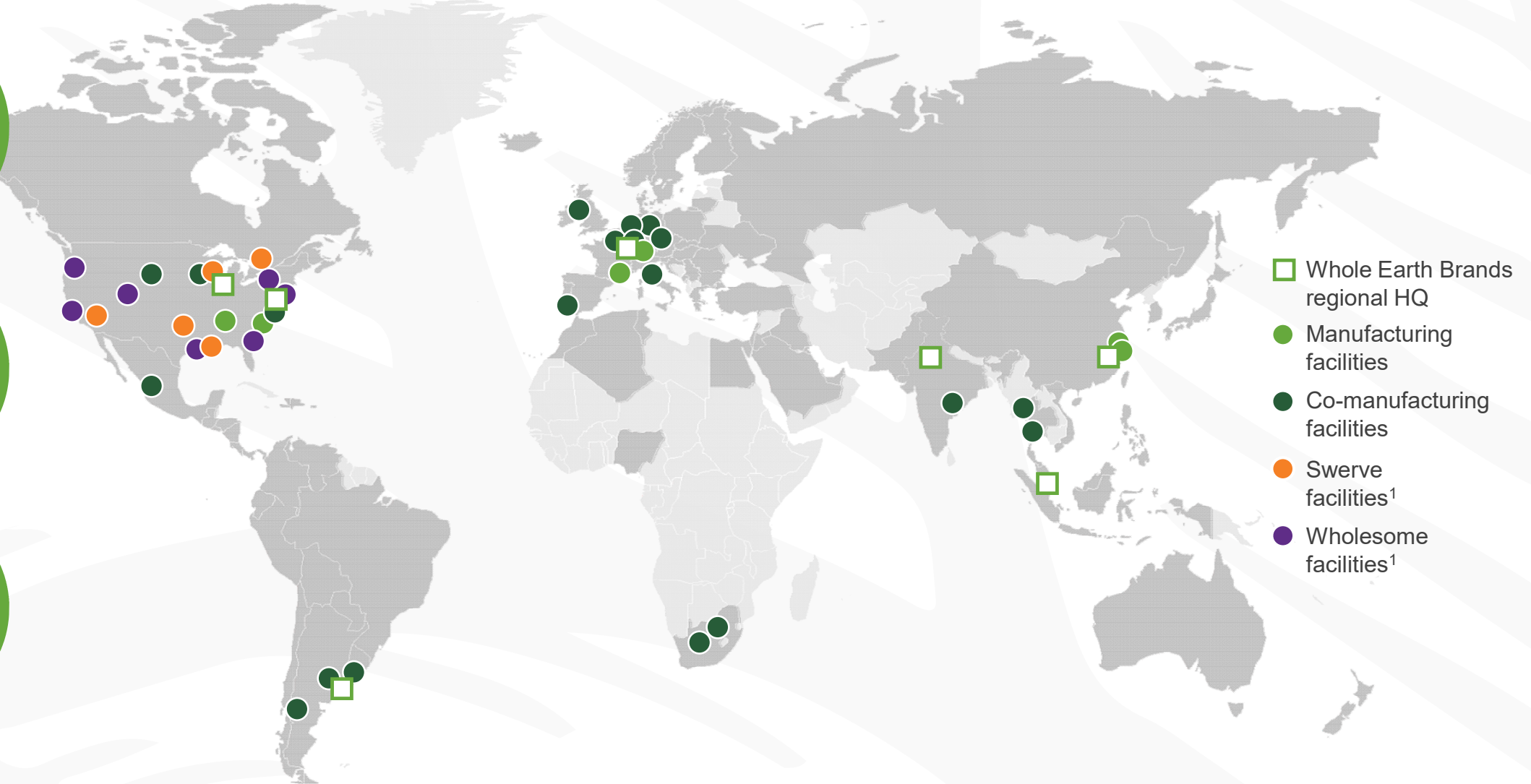
Manufacturing
Facilities

27

Co-
Manufacturers

100+

Countries
Served

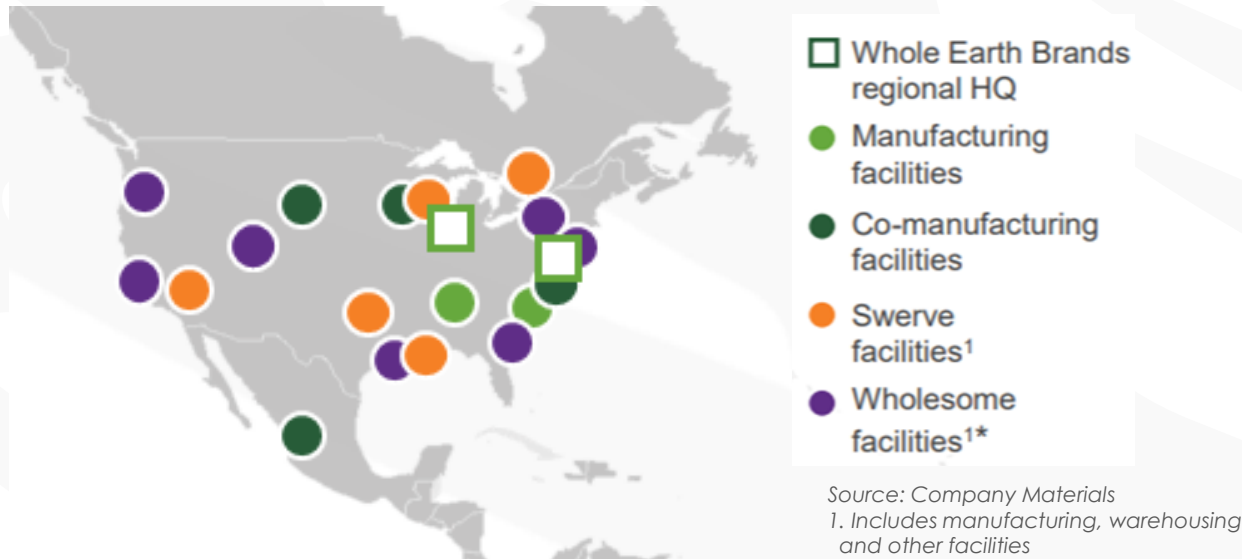


Source: Company Materials

¹ Includes manufacturing, warehousing and other facilities

Supply Chain Reinvention (SCR): Establish ONE Network for Combined North America Business and Set Efficient Structure for Future Acquisitions

Combined North America Supply Chain



North American Supply Chain Reinvention will provide scale and leverage on overhead costs, supporting:

- Establishing manufacturing hubs with strengthening of capabilities across network
- Consolidating operations for efficiencies for core products and continue focus on innovations
- Driving logistics efficiencies; combine customer shipments – one order, one truck, one invoice

PHASE 1

Reinvent as ONE NETWORK

Optimization of Supply Chain to Mitigate Global Disruption

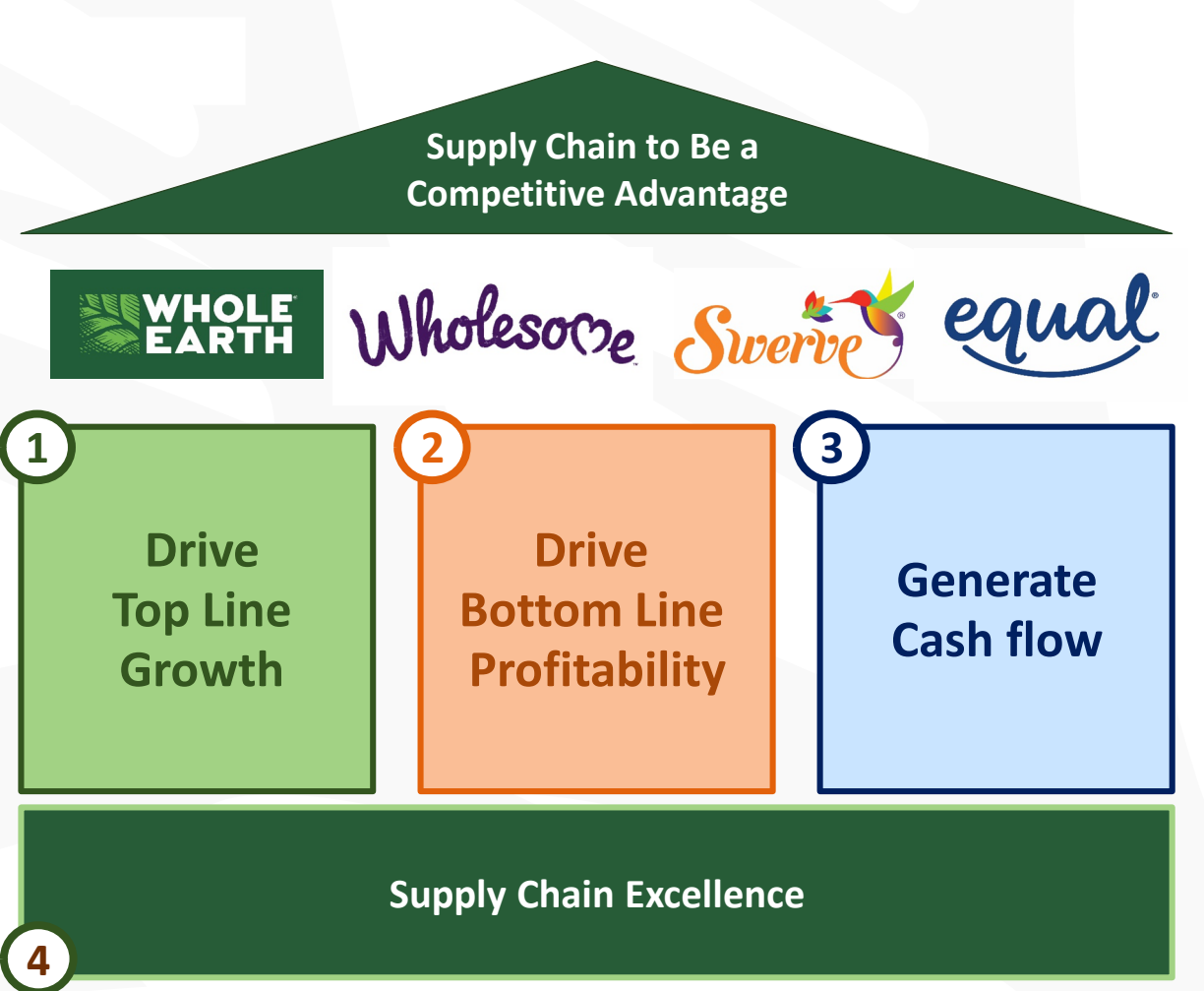
Worldwide Supply Chain

Our Supply Chain – A Competitive Advantage

Actions WEB is taking

COVID pandemic leading to major operation challenges

- Not Business as Usual Operation
- Massive Supply Chain Disruption
- Worldwide Supply Chain Crisis



WHOLE EARTH Wholesome Swerve equal

Sourcing Raw & Pack Materials

Manufacturing Operation & Employees

Logistics & Distribution

Productivity Gains to Help Offset Inflation

Pricing

- Executing list price increases and trade spend optimization
 - Evaluating 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

Q4 2021 vs. Q4 2020 Adjusted EBITDA Reconciliation

\$ in Thousands

	Three Months Ended December 31, 2020				Three Months Ended December 31, 2021				\$ Change	% Change
	GAAP	Non-cash adj. ⁽¹⁾	Cash adj.	Adjusted EBITDA	GAAP	Non-cash adj. ⁽¹⁾	Cash adj.	Adjusted EBITDA		
Product revenues, net	\$ 75,688	\$ -	\$ -	\$ 75,688	\$ 132,714	\$ -	\$ -	\$ 132,714	\$ 57,026	75.3%
Cost of goods sold	50,520	(5,035)	(1,555)	43,930	93,994	(775)	(5,693)	87,526	43,596	99.2%
Gross profit	25,168	5,035	1,555	31,758	38,720	775	5,693	45,188	13,430	42.3%
Gross profit margin %	33.3%			42.0%	29.2%			34.0%		(7.9%)
Selling, general and administrative expenses	27,789	(1,091)	(8,930)	17,768	27,568	(1,461)	(1,552)	24,555	6,787	38.2%
Amortization of intangible assets	3,180	(3,180)	-	-	4,763	(4,763)	-	-	-	-
Asset impairment charges	-	-	-	-	-	-	-	-	-	-
Restructuring and other non-recurring expenses	1,052	-	(1,052)	-	-	-	-	-	-	-
Operating income	\$ (6,853)	\$ 9,305	\$ 11,537	\$ 13,990	\$ 6,389	\$ 6,999	\$ 7,245	\$ 20,632	\$ 6,643	47.5%
Operating margin %	(9.1%)			18.5%	4.8%			15.5%		(2.9%)

⁽¹⁾ Non-cash adjustments including: depreciation, amortization of intangibles, purchase accounting adjustments, asset impairment charges, non-cash pension expenses and long-term incentives

FY 2021 vs. FY 2020 Adjusted EBITDA Reconciliation

\$ in Thousands

	Twelve Months Ended December 31, 2020				Twelve Months Ended December 31, 2021				\$ Change	% Change
	GAAP	Non-cash adj. ⁽¹⁾	Cash adj.	Adjusted EBITDA	GAAP	Non-cash adj. ⁽¹⁾	Cash adj.	Adjusted EBITDA		
Product revenues, net	\$ 275,496	\$ -	\$ -	\$ 275,496	\$ 493,973	\$ -	\$ -	\$ 493,973	\$ 218,477	79.3%
Cost of goods sold	179,212	(15,868)	(3,622)	159,722	335,218	(3,293)	(8,571)	323,354	163,631	102.4%
Gross profit	96,284	15,868	3,622	115,774	158,755	3,293	8,571	170,619	54,846	47.4%
Gross profit margin %	34.9%			42.0%	32.1%			34.5%		(7.5%)
Selling, general and administrative expenses	87,971	(1,458)	(25,277)	61,236	113,141	(10,519)	(14,209)	88,413	27,177	44.4%
Amortization of intangible assets	10,948	(10,948)	-	-	18,295	(18,295)	-	-	-	-
Asset impairment charges	40,600	(40,600)	-	-	-	-	-	-	-	-
Restructuring and other non-recurring expenses	1,052	-	(1,052)	-	4,503	(358)	(4,145)	-	-	-
Operating income	\$ (44,287)	\$ 68,873	\$ 29,951	\$ 54,537	\$ 22,816	\$ 32,465	\$ 26,926	\$ 82,206	\$ 27,669	50.7%
Operating margin %	(16.1%)			19.8%	4.6%			16.6%		(3.2%)

⁽¹⁾ Non-cash adjustments including: depreciation, amortization of intangibles, purchase accounting adjustments, asset impairment charges, non-cash pension expenses and long-term incentives

FY 2021 Cash Flow Summary

Adjusted Free Cash Flow was \$24.2 million YTD (excluding one-time items)

Free Cash Flow	\$ Millions
Net income	\$0.1
Stock-based compensation	8.7
Depreciation and amortization	23.0
Non-cash loss on extinguishment of debt	4.4
Change in fair value of warrant liabilities	(0.0)
Amortization of inventory fair value adjustments	(3.4)
Deferred income taxes	(12.3)
Change in Net Working Capital	(11.0)
Other, net (including Pension)	(0.1)
Net cash provided by operating activities	9.5
Capex	(12.2)
Free cash flow	(\$2.7)

Adjusted Free Cash Flow	\$ Millions
Adjusted EBITDA	\$82.2
Cash taxes	(4.5)
Interest paid	(21.2)
NWC and other	(20.1)
Capex	(12.2)
Adjusted free cash flow	24.2
Cash related addbacks ¹	(26.9)
Free cash flow	(\$2.7)

¹Includes public company readiness, M&A transaction costs, restructuring, supply chain reinvention and other one-off items included in the Adjusted EBITDA reconciliation; see definitions of the Company's non-GAAP Financial Measures

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.



Appendix

Product Revenues, Net Constant Currency and Proforma Organic Growth

\$ in Thousands

	Three Months Ended December 31,							
				\$ change		% change		
	<u>2021</u>	<u>2020</u>	<u>Reported</u>	Constant <u>Dollar</u>	Foreign <u>Exchange</u> ⁽²⁾	<u>Reported</u>	Constant <u>Dollar</u>	Foreign <u>Exchange</u>
<u>Product revenues, net</u>								
Branded CPG	\$ 105,589	\$ 53,300	\$ 52,289	\$ 52,665	\$ (376)	98.1%	98.8%	-0.7%
Flavors & Ingredients	<u>27,125</u>	<u>22,388</u>	<u>4,737</u>	<u>4,737</u>	<u>-</u>	<u>21.2%</u>	<u>21.2%</u>	<u>0.0%</u>
Combined	\$ 132,714	\$ 75,688	\$ 57,026	\$ 57,402	\$ (376)	75.3%	75.8%	-0.5%
<u>Proforma Organic</u> ⁽¹⁾								
Branded CPG	\$ 105,589	\$ 110,750	\$ (5,161)	\$ (4,785)	\$ (376)	-4.7%	-4.3%	-0.3%
Flavors & Ingredients	<u>27,125</u>	<u>22,388</u>	<u>4,737</u>	<u>4,737</u>	<u>-</u>	<u>21.2%</u>	<u>21.2%</u>	<u>0.0%</u>
Combined	\$ 132,714	\$ 133,138	\$ (424)	\$ (48)	\$ (376)	-0.3%	0.0%	-0.3%

	Twelve Months Ended December 31,							
				\$ change		% change		
	<u>2021</u>	<u>2020</u>	<u>Reported</u>	Constant <u>Dollar</u>	Foreign <u>Exchange</u> ⁽²⁾	<u>Reported</u>	Constant <u>Dollar</u>	Foreign <u>Exchange</u>
<u>Product revenues, net</u>								
Branded CPG	\$ 389,174	\$ 177,606	\$ 211,568	\$ 206,357	\$ 5,211	119.1%	116.2%	2.9%
Flavors & Ingredients	<u>104,799</u>	<u>97,890</u>	<u>6,909</u>	<u>6,909</u>	<u>-</u>	<u>7.1%</u>	<u>7.1%</u>	<u>0.0%</u>
Combined	\$ 493,973	\$ 275,496	\$ 218,477	\$ 213,266	\$ 5,211	79.3%	77.4%	1.9%
<u>Proforma Organic</u> ⁽¹⁾								
Branded CPG	\$ 409,548	\$ 401,449	\$ 8,099	\$ 2,888	\$ 5,211	2.0%	0.7%	1.3%
Flavors & Ingredients	<u>104,799</u>	<u>97,890</u>	<u>6,909</u>	<u>6,909</u>	<u>-</u>	<u>7.1%</u>	<u>7.1%</u>	<u>0.0%</u>
Combined	\$ 514,347	\$ 499,339	\$ 15,008	\$ 9,797	\$ 5,211	3.0%	2.0%	1.0%

⁽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.

Adjusted EBITDA Reconciliation

\$ in Thousands

	(Successor)				(Predecessor)
	Three Months Ended December 31, 2021	Three Months Ended December 31, 2020	Twelve Months Ended December 31, 2021	From June 26, 2020 to December 31, 2020	From January 1, 2020 to June 25, 2020
Product revenues, net	\$ 132,714	\$ 75,688	\$ 493,973	\$ 147,168	\$ 128,328
Net income (loss)	\$ (393)	\$ (5,097)	\$ 83	\$ (8,437)	\$ (34,136)
(Benefit) provision for income taxes	1,150	(4,312)	(7,144)	(2,618)	(3,482)
Other expense (income)	(476)	346	(196)	578	(801)
Loss on extinguishment and debt transaction costs	-	-	5,513	-	-
Interest expense, net	6,562	2,210	24,589	4,371	238
Change in fair value of warrant liabilities	(454)	-	(29)	-	-
Operating income (loss)	6,389	(6,853)	22,816	(6,106)	(38,181)
Depreciation	1,497	855	4,727	1,652	1,334
Amortization of intangible assets	4,763	3,180	18,295	6,021	4,927
Asset impairment charges	-	-	-	-	40,600
Purchase accounting adjustments	(2,514)	3,911	(3,396)	12,613	-
Transaction related expenses	-	431	415	1,314	10,348
Long term incentive plan	1,694	1,798	9,423	2,155	562
Non-cash pension expense	237	98	237	130	335
Severance and related expenses	-	425	-	791	1,105
Public company readiness	945	2,370	3,303	4,583	569
Brand introduction costs	-	-	-	229	1,131
Restructuring	-	1,052	4,503	1,052	-
M&A transaction expenses	519	4,985	10,956	5,068	-
Supply Chain Reinvention	6,169	-	7,931	-	-
Other items	933	1,739	2,996	1,671	634
Adjusted EBITDA	\$ 20,632	\$ 13,990	\$ 82,206	\$ 31,171	\$ 23,366

Q4 2021 / Q4 2020 Operating Income Adjustments by P&L Line

\$ in Thousands

	Three Months Ended December 31, 2020					
	Cost of Goods Sold	SG&A	Amort. Of Intangibles	Asset impair-ment	Restruct-uring	Operating Income
Non-Cash adjustments						
Depreciation	\$ 855	\$ -	\$ -	\$ -	\$ -	\$ 855
Amortization of intangible assets	-	-	3,180	-	-	3,180
Asset impairment charges	-	-	-	-	-	-
Restructuring	-	-	-	-	-	-
Non-cash pension expense	-	98	-	-	-	98
Long term incentive plan	269	993	-	-	-	1,262
Purchase accounting costs	3,911	-	-	-	-	3,911
Other items	-	-	-	-	-	-
Total non-cash adjustments	\$ 5,035	\$ 1,091	\$ 3,180	\$ -	\$ -	\$ 9,305
Cash adjustments						
Restructuring	-	-	-	-	1,052	1,052
Long term incentive plan	139	397	-	-	-	536
Transaction related expenses	-	431	-	-	-	431
Severance and related expenses	-	425	-	-	-	425
Public company readiness	-	2,370	-	-	-	2,370
Brand introduction costs	-	-	-	-	-	-
M&A transaction expenses	-	4,985	-	-	-	4,985
Supply Chain Reinvention	-	-	-	-	-	-
Other items	1,416	323	-	-	-	1,739
Total cash adjustments	\$ 1,555	\$ 8,930	\$ -	\$ -	\$ 1,052	\$ 11,537
Total adjustments	\$ 6,590	\$ 10,021	\$ 3,180	\$ -	\$ 1,052	\$ 20,843

Three Months Ended December 31, 2021					
Cost of Goods Sold	SG&A	Amort. Of Intangibles	Asset impairment	Restructuring	Operating Income
\$ 873	\$ 623	\$ -	\$ -	\$ -	\$ 1,496
-	-	4,763	-	-	4,763
-	-	-	-	-	-
-	-	-	-	-	-
-	237	-	-	-	237
1,106	587	-	-	-	1,694
(2,514)	-	-	-	-	(2,514)
1,309	13	-	-	-	1,322
\$ 775	\$ 1,461	\$ 4,763	\$ -	\$ -	\$ 6,999
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	-	-	-	-	-
-	945	-	-	-	945
-	-	-	-	-	-
-	520	-	-	-	520
6,160	9	-	-	-	6,169
(467)	79	-	-	-	(388)
\$ 5,693	\$ 1,552	\$ -	\$ -	\$ -	\$ 7,245
\$ 6,468	\$ 3,013	\$ 4,763	\$ -	\$ -	\$ 14,243

FY 2021 / FY 2020 Operating Income Adjustments by P&L Line

\$ in Thousands

	Twelve Months Ended December 31, 2020					
	Cost of Goods Sold	SG&A	Amort. Of Intangibles	Asset impairment	Restructuring	Operating Income
Non-Cash adjustments						
Depreciation	\$ 2,986	\$ -	\$ -	\$ -	\$ -	\$ 2,986
Amortization of intangible assets	-	-	10,948	-	-	10,948
Asset impairment charges	-	-	-	40,600	-	40,600
Restructuring	-	-	-	-	-	-
Non-cash pension expense	-	465	-	-	-	465
Long term incentive plan	269	993	-	-	-	1,262
Purchase accounting costs	12,613	-	-	-	-	12,613
Other items	-	-	-	-	-	-
Total non-cash adjustments	\$ 15,868	\$ 1,458	\$ 10,948	\$ 40,600	\$ -	\$ 68,873
Cash adjustments						
Restructuring	-	-	-	-	1,052	1,052
Long term incentive plan	186	1,269	-	-	-	1,455
Transaction related expenses	433	11,229	-	-	-	11,662
Severance and related expenses	-	1,897	-	-	-	1,897
Public company readiness	-	5,152	-	-	-	5,152
Brand introduction costs	1,360	-	-	-	-	1,360
M&A transaction expenses	-	5,068	-	-	-	5,068
Supply Chain Reinvention	-	-	-	-	-	-
Other items	1,643	662	-	-	-	2,305
Total cash adjustments	\$ 3,622	\$ 25,277	\$ -	\$ -	\$ 1,052	\$ 29,951
Total adjustments	\$ 19,490	\$ 26,735	\$ 10,948	\$ 40,600	\$ 1,052	\$ 98,824

Twelve Months Ended December 31, 2021					
Cost of Goods Sold	SG&A	Amort. Of Intangibles	Asset impairment	Restructuring	Operating Income
\$ 3,858	\$ 868	\$ -	\$ -	\$ -	\$ 4,726
-	-	18,295	-	-	18,295
-	-	-	-	-	-
-	-	-	-	358	358
-	237	-	-	-	237
1,380	8,139	-	-	-	9,519
(3,396)	-	-	-	-	(3,396)
1,450	1,275	-	-	-	2,725
\$ 3,293	\$ 10,519	\$ 18,295	\$ -	\$ 358	\$ 32,465
-	-	-	-	4,145	4,145
(22)	(75)	-	-	-	(97)
-	415	-	-	-	415
-	-	-	-	-	-
-	3,303	-	-	-	3,303
-	-	-	-	-	-
-	10,957	-	-	-	10,957
7,923	9	-	-	-	7,931
670	(399)	-	-	-	272
\$ 8,571	\$ 14,209	\$ -	\$ -	\$ 4,145	\$ 26,926
\$ 11,864	\$ 24,728	\$ 18,295	\$ -	\$ 4,503	\$ 59,390

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 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. Impairment charges during the calendar year 2020 were incurred only during the predecessor period. 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 total 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 more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **Brand Introduction expenses:** To measure operating performance, we exclude the Company's sampling program costs with Starbucks. We believe the exclusion of such amounts allows management and the users of the financial statements to better understand our financial results.
- **Restructuring:** To measure operating performance, we exclude restructuring costs. We believe that the adjustments of these items more closely correlate with the sustainability of our operating performance.
- **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 more closely correlate with the sustainability of our operating performance.
- **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 for 2021 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 more closely correlate with the sustainability of our operating performance.
- **Other items:** To measure operating performance, we exclude certain expenses and include certain gains that we believe are 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.