



Investor Day Presentation

June 26, 2023



Safe Harbor Statement



Notice to and Undertaking by Recipients

This presentation does not purport to be all-inclusive or to contain all of the information that the Recipient may require.

The Company expressly disclaims any and all liability relating to or resulting from the use of this presentation.

This presentation may not be reproduced, forwarded to any person or published, in whole or in part.

This presentation does not constitute an offer to sell or the solicitation of an offer to buy any security. The information contained herein is for informational purposes and may not be relied upon in connection with the purchase or sale of any security.

Forward-Looking Statements

Statements in this presentation that are not historical in nature are forward-looking statements that, within the meaning of the federal securities laws, including the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, involve known and unknown risks and uncertainties. Words such as "may", "will", "expect", "intend", "plan", "believe", "seek", "could", "estimate", "judgment", "targeting", "should", "anticipate", "goal" and variations of these words and similar expressions, are also intended to identify forward-looking statements. The forward-looking statements in this presentation address a variety of subjects, including statements about our short-term and long-term assumptions, goals and targets. Many of these assumptions relate to matters that are beyond our control and changing rapidly. Although we believe the expectations reflected in such forward-looking statements are based upon reasonable assumptions, we can give no assurances that our expectations will be attained. Readers are cautioned that actual results could differ materially from those implied by such forward-looking statements due to a variety of factors, including: limitations regarding the supply of avocados, either through purchasing or growing; fluctuations in the market price of avocados; increasing competition; risks associated with doing business internationally, including Mexican and Peruvian economic, political and/or societal conditions; inflationary pressures; loss of one or more of our largest customers; general economic conditions or downturns; supply chain failures or disruptions; disruption to the supply of reliable and cost-effective transportation; failure to recruit or retain employees, poor employee relations, and/or ineffective organizational structure; inherent farming risks; seasonality in operating results; failures associated with information technology infrastructure, system security and cyber risks; new and changing privacy laws and our compliance with such laws; food safety events and recalls; failure to comply with laws and regulations, including those promulgated by the USDA and FDA, health and safety laws, environmental laws, and other laws and regulations; changes to trade policy and/or export/import laws and regulations; risks from business acquisitions, if any; lack of or failure of infrastructure; material litigation or governmental inquiries/actions; failure to maintain or protect our brand; changes in tax rates or international tax legislation; risks associated with the ongoing conflict in Russia and Ukraine; the viability of an active, liquid, and orderly market for our common stock; volatility in the trading price of our common stock; concentration of control in our executive officers, directors and principal stockholders over matters submitted to stockholders for approval; limited sources of capital appreciation; significant costs associated with being a public company and the allocation of significant management resources thereto; reliance on analyst reports; failure to maintain proper and effective internal control over financial reporting; restrictions on takeover attempts in our charter documents and under Delaware law; the selection of Delaware as the exclusive forum for substantially all disputes between us and our stockholders; risks related to restrictive covenants under our credit facility, which could affect our flexibility to fund ongoing operations, uses of capital and strategic initiatives, and, if we are unable to maintain compliance with such covenants, lead to significant challenges in meeting our liquidity requirements and acceleration of our debt; and other risks and factors discussed from time to time in our Annual and Quarterly Reports on Forms 10-K and 10-Q and in our other filings with the Securities and Exchange Commission. You can obtain copies of our SEC filings on the SEC's website at www.sec.gov. The forward-looking statements contained in this presentation are made as of the date hereof and the Corporation does not intend to, nor does it assume any obligation to, update or supplement any forward-looking statements after the date hereof to reflect actual results or future events or circumstances.

Industry Information

Market data and industry information used throughout this presentation are based on management's knowledge of the industry and the good faith estimates of management. We also relied, to the extent available, upon management's review of independent industry surveys and publications and other publicly available information prepared by a number of third-party sources. All of the market data and industry information used in this presentation involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. Although we believe that these sources are reliable, we cannot guarantee the accuracy or completeness of this information, and we have not independently verified this information. While we believe the estimated market position, market opportunity and market size information included in this presentation are generally reliable, such information, which is derived in part from management's estimates and beliefs, is inherently uncertain and imprecise. Projections, assumptions and estimates of our future performance and the future performance of the industry in which we operate are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described above. These and other factors could cause results to differ materially from those expressed in our estimates and beliefs and in the estimates prepared by independent parties.

Non-GAAP Financial Measures

This presentation contains the non-GAAP financial measures "Adjusted EBITDA" and "Adjusted EBITDA Margin." Management believes these measures provide useful information for analyzing the underlying business results. These measures are not in accordance with, nor are they a substitute for or superior to, the comparable financial measures by generally accepted accounting principles ("GAAP"). Reconciliations of these non-GAAP financial measures to the most comparable GAAP measures are included in the Appendix to this presentation where possible. The Company is unable to reconcile certain forecasted non-GAAP financial measures used herein, including adjusted EBITDA, without unreasonable efforts because a forecast of certain items, including taxes, interest, stock-based compensation, depreciation and amortization, income (loss) from equity method investees, other income, and other special, non-recurring or one-time items is not practical. Adjusted EBITDA refers to net income (loss), before interest expense, income taxes, depreciation and amortization expense, stock-based compensation expense, other income (expense), and income (loss) from equity method investees, further adjusted by asset impairment and disposals, net of insurance recoveries, farming costs for nonproductive orchards (which represents land lease costs), certain noncash and nonrecurring ERP costs, transaction costs, material legal settlements, amortization of inventory adjustments recognized from business combinations, and any special, non-recurring, or one-time items such as remeasurements or impairments, and any portion of these items attributable to the noncontrolling interest, all of which are excluded from the results the CEO reviews uses to assess segment performance and results. Adjusted EBITDA Margin refers to net income (loss), before interest expense, income taxes, depreciation and amortization expense, stock-based compensation expense, other income (expense), and income (loss) from equity method investees, further adjusted by asset impairment and disposals, net of insurance recoveries, farming costs for nonproductive orchards (which represents land lease costs), certain noncash and nonrecurring ERP costs, transaction costs, material legal settlements, amortization of inventory adjustments recognized from business combinations, and any special, non-recurring, or one-time items such as remeasurements or impairments, and any portion of these items attributable to the noncontrolling interest, as a percentage of net sales.

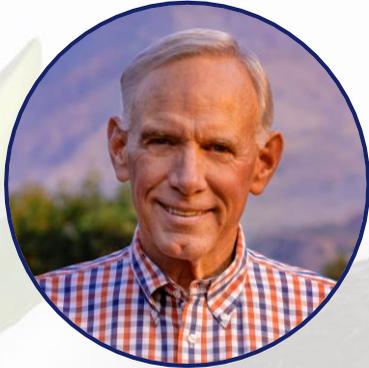


Corporate Video

<https://app.shift.io/review/64940af7ee5f812b47d05c59>



Today's Participants



Steve Barnard
Chief Executive Officer



Bryan Giles
Chief Financial Officer



Tim Bulow
President & Chief
Operating Officer



Keith Barnard
Senior Vice President
of Sourcing



Juan Wiesner
President, Central and
South America



Cheryl Hoefs
Senior Vice President
of Sales & Marketing

Our Core Values

FUN
INNOVATIVE
RELIABLE
SUCCESSFUL
TRUSTWORTHY

- Seasoned industry pioneers and veterans, many of whom have 30+ years of industry experience
- On-the-ground support and expertise in key locations
- Foster an entrepreneurial culture that is focused on innovation and growth



Company History



Mission 40-Year History



Formation of Mission de Mexico and construction of packing facility located in Michoacán, Mexico. Mission currently operates 2 facilities in Michoacán.



MISSION SURPASSES \$200MM IN GROSS SALES



Mission opens 228k sq. ft. packing, distribution and ripening facility in Oxnard, CA



Mission purchases the remaining 50% interest in Peruvian Joint Venture, establishing vertical integration

2020

2021

2022

2023

Mission opens its largest North American forward distribution center in Laredo, Texas

MISSION EARNS \$1B IN REVENUE



Leased 1,235 acres in Guatemala

Established partnership in South Africa to source avocados to provide to European and Asian markets

Mission establishes vertical integration in South Africa with ZZ2, Criterion Africa Partners, & Core Fruit

Mission enters the UK market with its 13th forward distribution Center in Dartford, England



2015

2017

Partnerships with Cartama in Colombia and Mr. Avocado in China

MISSION SURPASSES 500MM LBS (20MM LUGS) OF AVOCADOS SOLD AND \$800MM IN GROSS SALES



Mission launches its initial public offering on the Nasdaq stock exchange (\$AVO)



2012

Mission becomes 50% owner in Peru Farming Venture with an initial investment of \$10.5mm. The investment has increased to over \$50mm with over 9.3k acres of farm land and a 250k sq. ft. packing facility, making Mission one of the largest avocado producers in the world



2007

Mission opens first avocado ripening facility



2000

1985

1983

Mission Produce established in Oxnard, CA





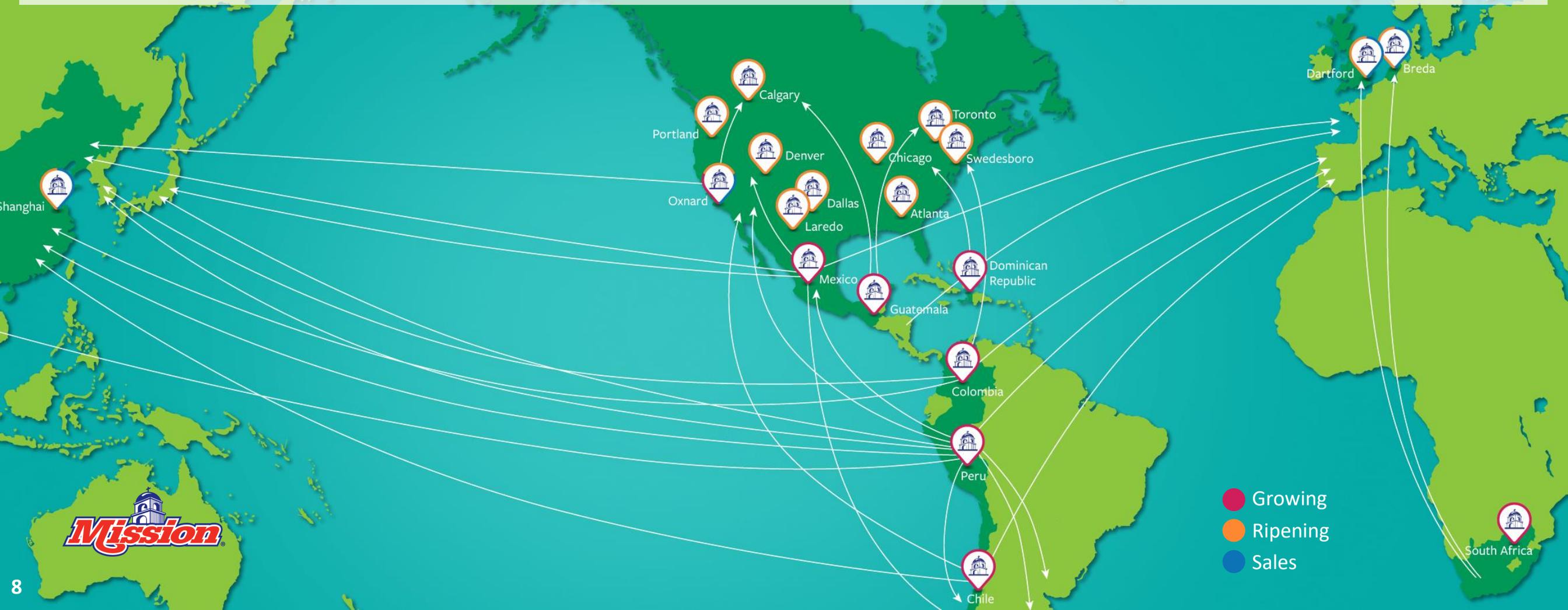
Strategic Overview



Mission Produce: At a Glance

A global leader in the worldwide avocado business with four decades of investments in people, technology, and infrastructure

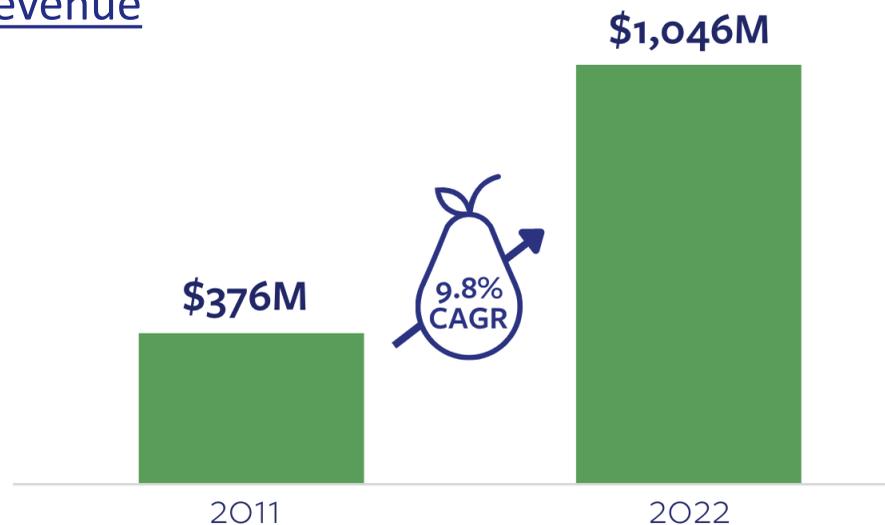
- ▶ Marketing & Distribution
- ▶ Year-Round Supply
- ▶ Vertical Integration
- ▶ 13 Forward Distribution Centers Globally
- ▶ Large, Addressable Market
- ▶ Economies of Scale



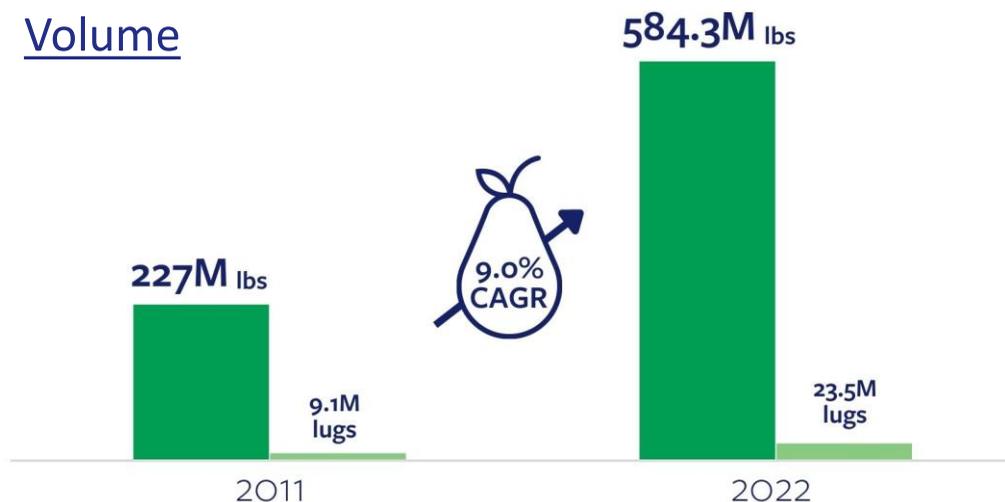


A Long Track Record of Growth

Revenue



Volume



Fiscal Year 2022

\$1.05 billion

FY 2022 Revenue

584mm lbs.

FY 2022
Avocado Volume

9.8%

'11-'22 Revenue CAGR

9.0%

'11-'22 Avocado Volume
CAGR

~19%

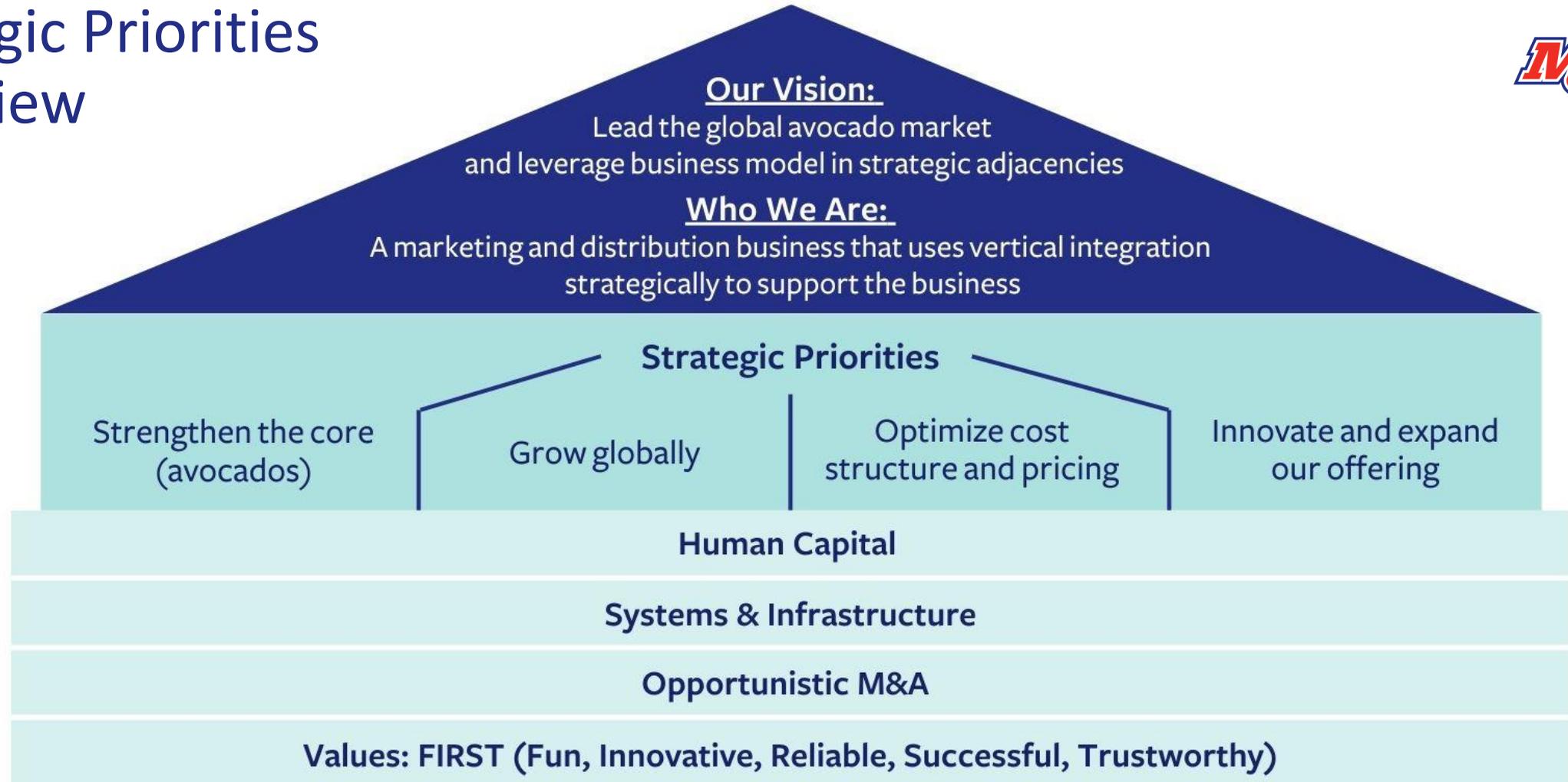
FY 2022 Avocados Sourced
from Owned Production

19

World-Class Facilities
Across 9 Countries ⁽¹⁾

Source: Management and other publicly available information. (1) Includes our 4 global sales offices; 20th facility opened in FY 2023.
Note: Fiscal year ended October 31. Revenue reflects Mission Produce only. 1 lug = 25lbs, or 1 box.

Strategic Priorities Overview





We Operate In a Large and Growing Market with Supportive Tailwinds

Supporting Tailwinds Driving Market Growth

1. Consumer Interest in Healthy Eating:

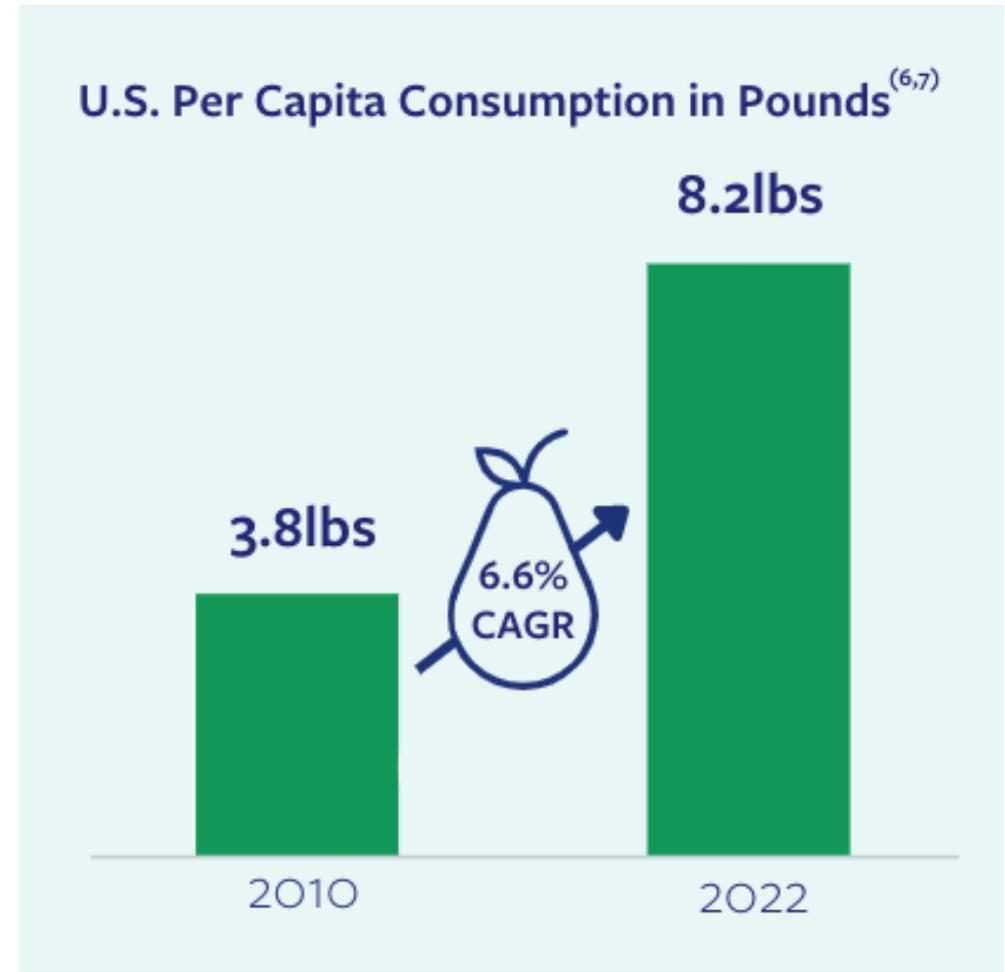
- With more than 20 vitamins and minerals, avocados are associated with heart health, weight health, and skin health. ⁽¹⁾
- More than half (55%) of consumers are willing to pay a premium for food that contributes to their health and wellness. ⁽²⁾

2. Growing Hispanic Population:⁽³⁾

- 91% of Hispanic households purchase avocados, and the average annual avocado spend per Hispanic household is 73% higher than for non-Hispanic households ⁽⁴⁾

3. Millennial & Gen-Z Consumption:

- 71% of millennial households purchase avocados. ⁽⁴⁾
- About 35% of Generation Z are Hispanic, compared to 17% of millennials and 12% of Generation X. ⁽⁵⁾



⁽¹⁾Hass Avocado Board. Avocado Nutrition Facts Chart. ⁽²⁾ Deloitte. Healthy Eating Creates New Opportunities for Growth in Fresh Food. Sept. 26, 2022. ⁽³⁾ Pew Research Center. A Brief Statistical Portrait of U.S. Hispanics. ⁽⁴⁾ Numerator Insights. 12 months ending May 31, 2023. ⁽⁵⁾ Rabobank. Avocado Consumption to Continue Setting Records. May 2021. ⁽⁶⁾ U.S.D.A. Per Capita Consumption Data. ⁽⁷⁾ CIRAD. FruiTrop Magazine. May-June 2023.

Global Avocado Consumption is Poised to Grow

Mission is driving year-round availability in international markets to meet growing demand

International Growth Opportunity:

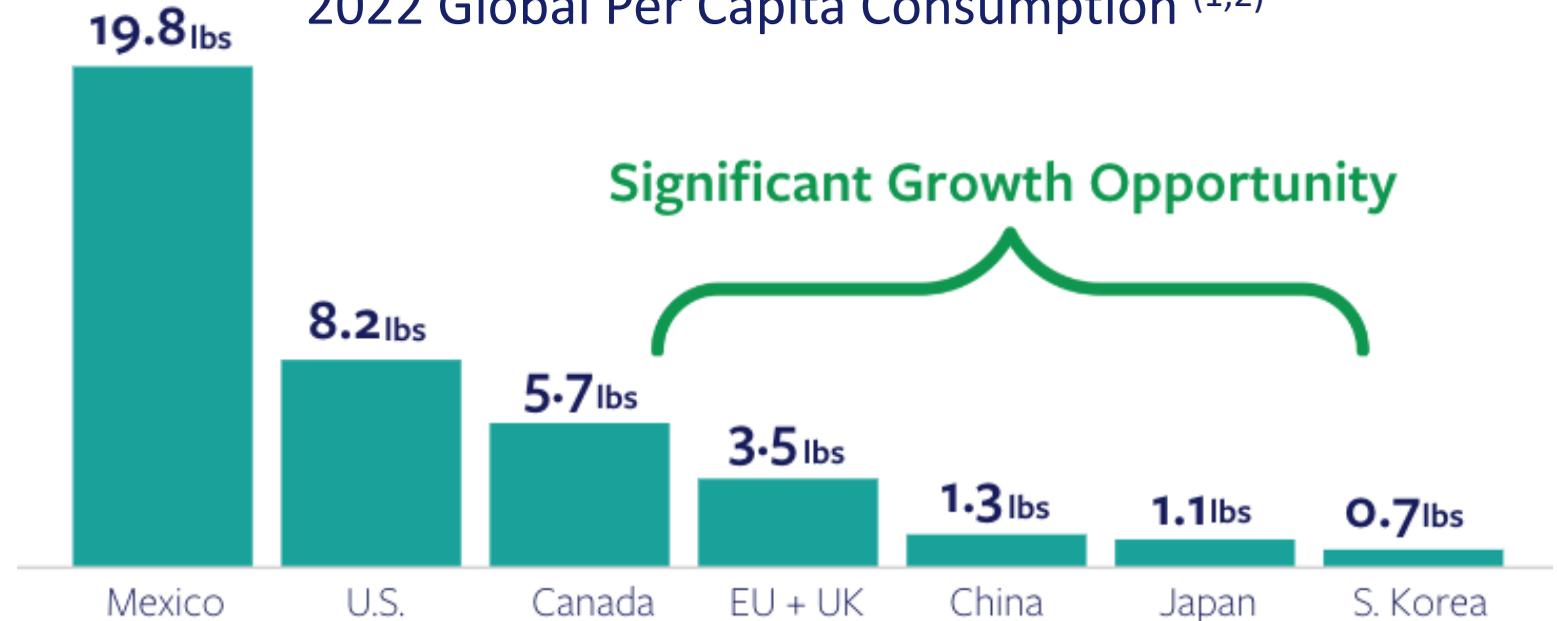
- ▶ Increasing global availability
- ▶ Increasing household penetration
- ▶ Innovation & expansion of logistics & production

Competitive International Positioning:

- ▶ Meeting gaps in supply with increasing exports
- ▶ Increasing international distribution in key markets
- ▶ Expanding international customer base in EU & Asia



2022 Global Per Capita Consumption ^(1,2)



(1) Rabobank. Global Growth Far from Over. May 2023. (2) CIRAD. FruiTrop Magazine May-June 2023.

The Mission Advantage:



Key Relationships:

Our relationships extend across thousands of avocado growers and regions globally

Time and Capital Investments:

Capital investment, ripening and logistics expertise, and significant lead time from seed to fruit

Cultivation and Farming Expertise:

Our staff is dedicated to progressive and biodiverse farming practices to cultivate strong yields

Economies of Scale:

Company-owned ripening, fulfillment, and distribution network

Vertical Integration:

Our owned farms and partnerships with key players give us enhanced control over supply and farming practices

Customer Relations and Market Intelligence:

Market intelligence data in consumer purchasing behaviors, market trends, and POS





Global Sourcing Overview



Diversified Sourcing & Year-Round Supply



California



Mexico



Guatemala



Dominican Republic



Colombia



Peru



Chile

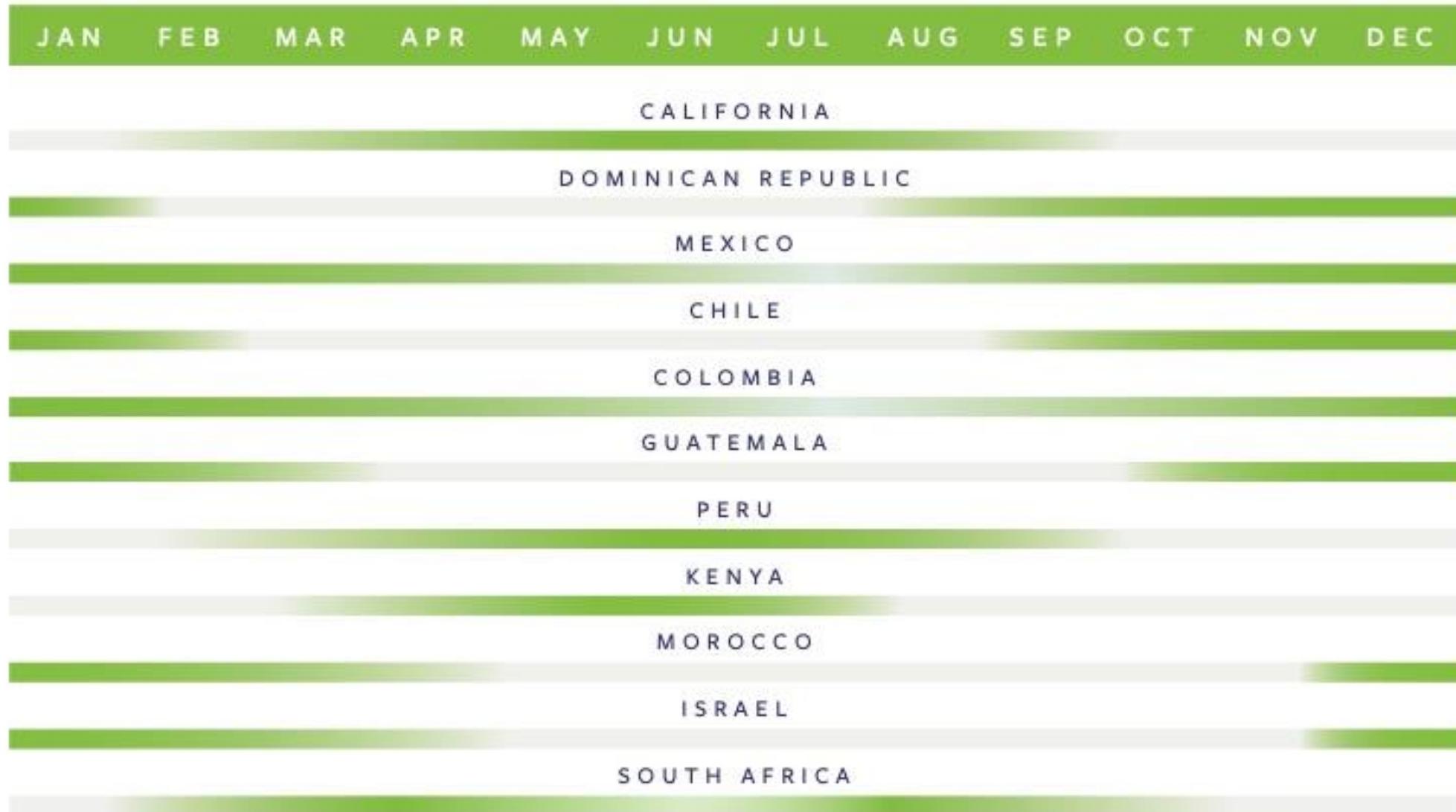


South Africa



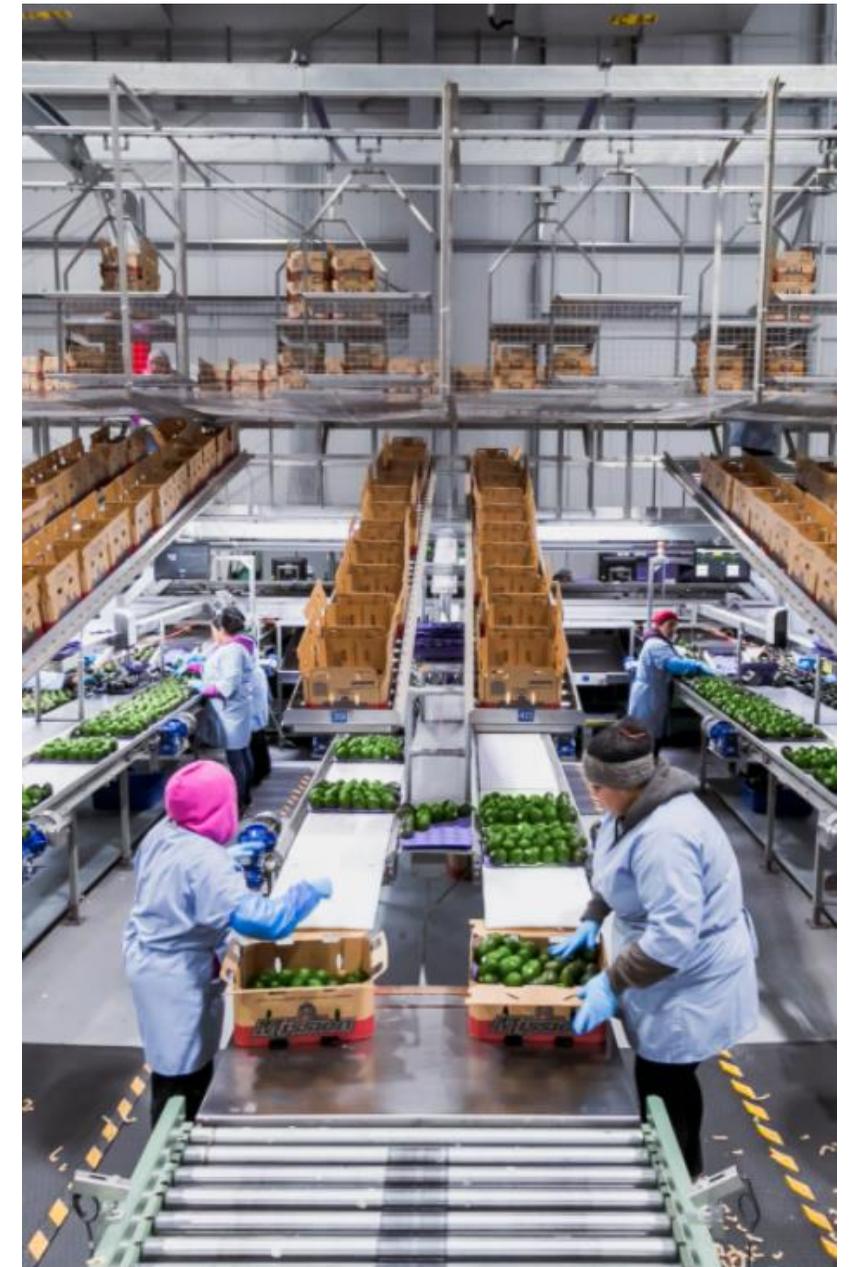
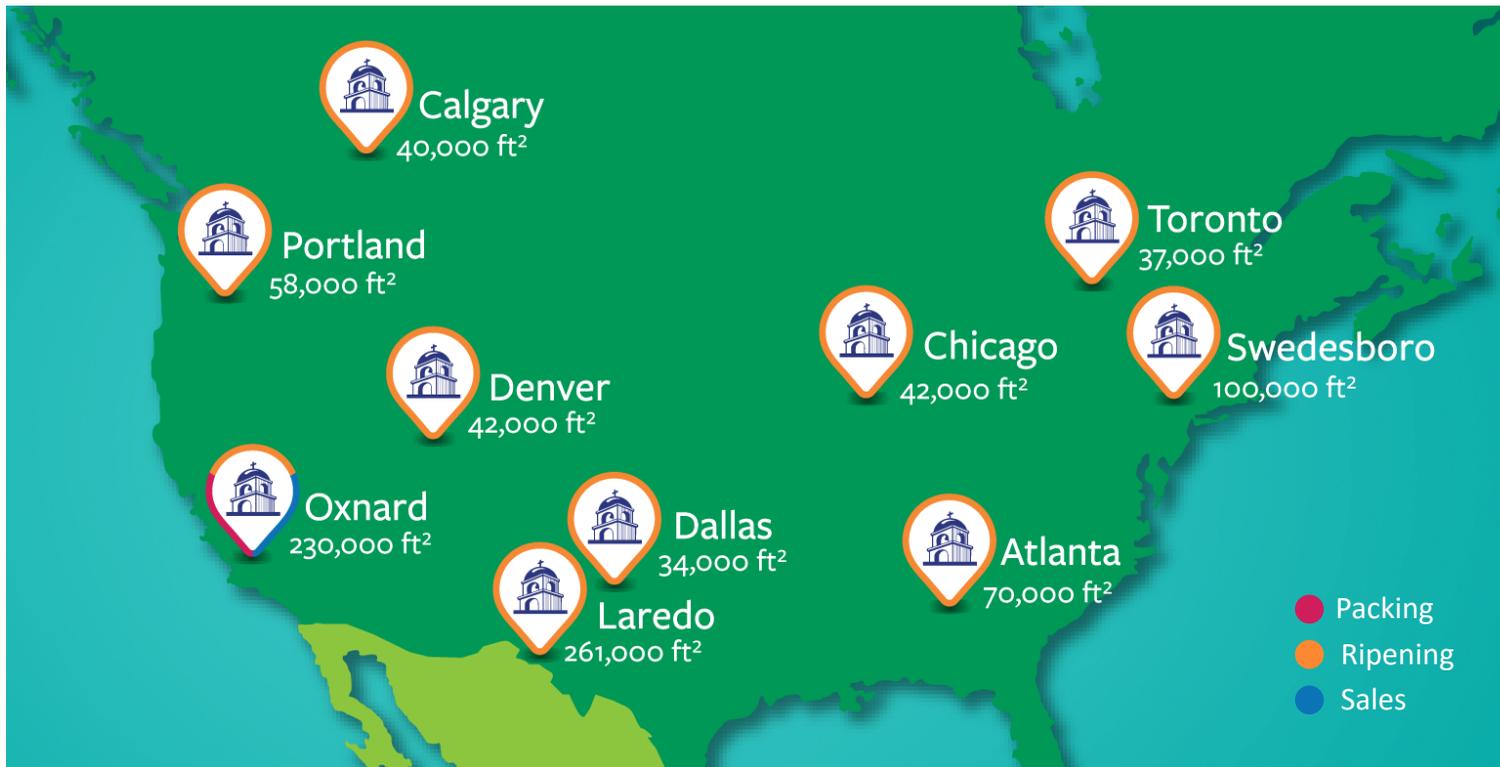


Multiple-Source Strategy Drives Year-Round Availability to Meet Global Demand





Extensive Infrastructure With State-of-the-Art Facilities



Packhouse Advantages

- ▶ High-definition grading cameras
- ▶ State-of-the-art washing, sorting, packing, and bagging line
- ▶ Industry-leading post-harvest practices (cold chain)
- ▶ Ocean container plug-ins

Forward Distribution and Ripening Center Advantages

- ▶ Ability to ripen to customer specification
- ▶ Ability to store and deliver volume opportunistically as customer demand evolves
- ▶ Proximity to clients



International Farming Overview





Peruvian Operations Overview

- ▶ >\$350M investment to-date
 - ▶ ~5,400 jobs⁽¹⁾
 - ▶ 1 packing house
 - ▶ ~5,600 total hectares

Total Hectares by Region & Commodity⁽²⁾

	Peru	Guatemala	Colombia
Avocado	3,900	300	600
Blueberry	460		
Mango	300		
Total	4,660	300	600



(1) FY 2022 permanent and seasonal employees. (2) As of June 2023.

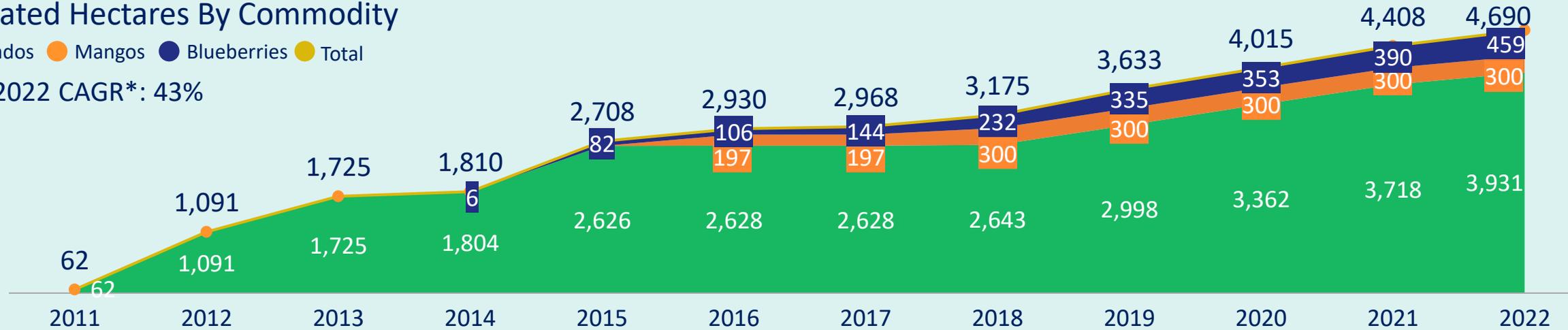


Owned Operations: Cultivated Farms Annual Growth

Cultivated Hectares By Commodity

Avocados Mangos Blueberries Total

2011-2022 CAGR*: 43%



Cultivated Hectares In Production v. Development

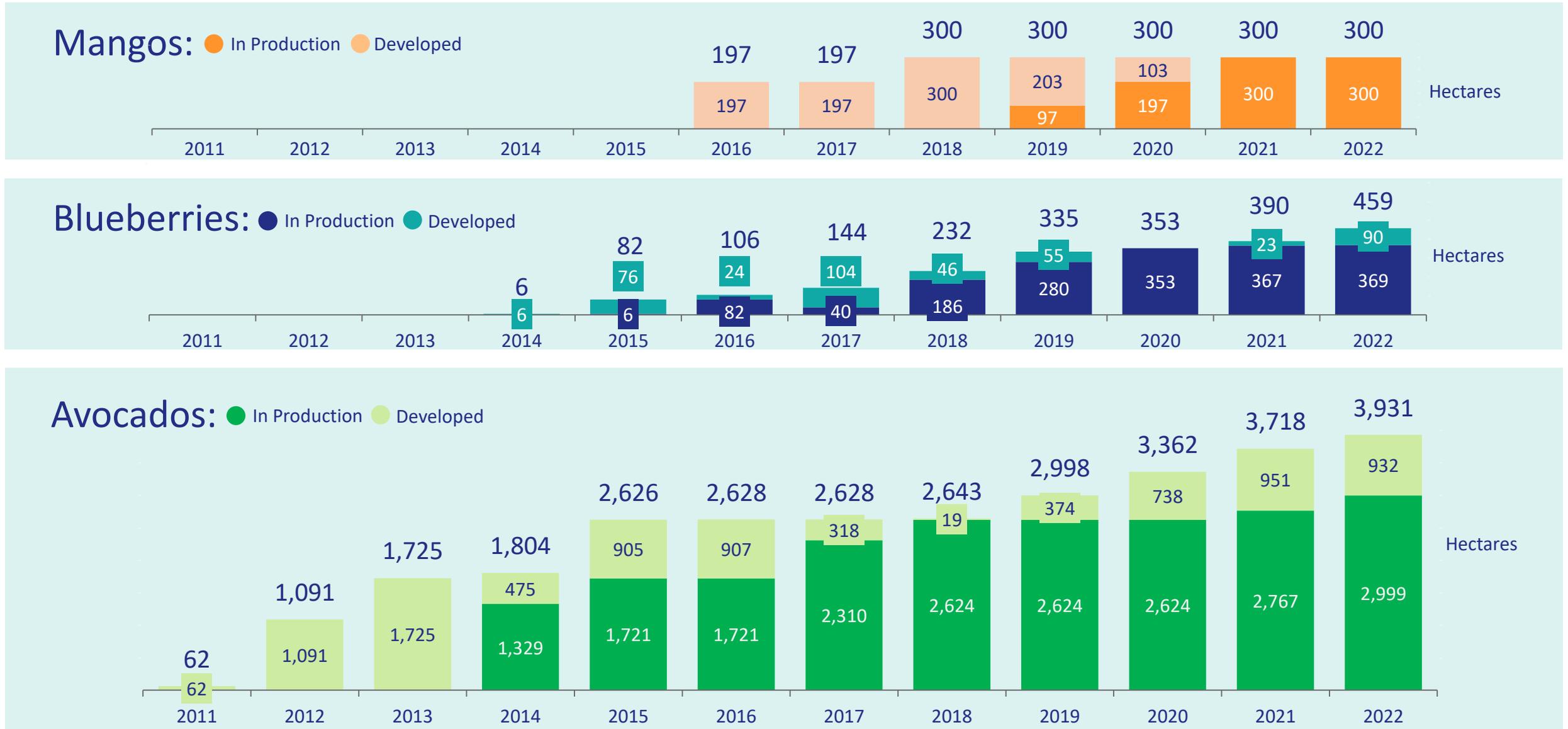
Hectares in Production Hectares Developed Total



*CAGR: Compound annual growth rate. Information reported at December 31st of each year.



Owned Agricultural Operations in Hectares*

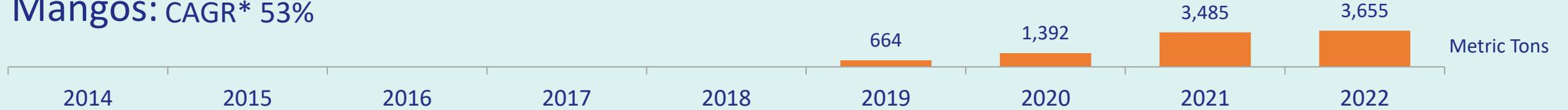


*Information reported at December 31st of each year.



Owned Agricultural Operations: Exportable Volume

Mangos: CAGR* 53%



Blueberries: CAGR* 53%



Avocados: CAGR* 35%



*CAGR: Compound annual growth rate. Information reported at December 31st of each year.



Guatemalan Operation: Farm Growth

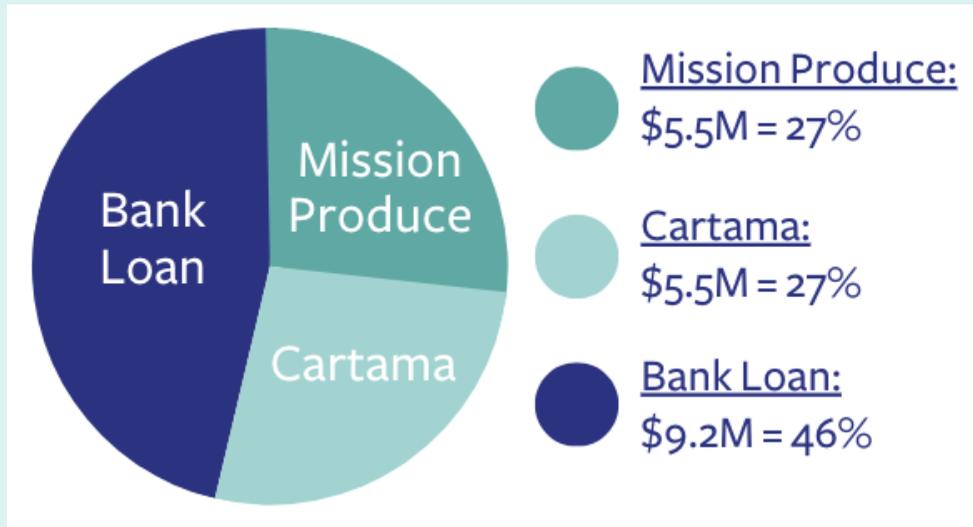
CAPEX: ▶ 738 Hectares ▶ ~\$31.8M to-date





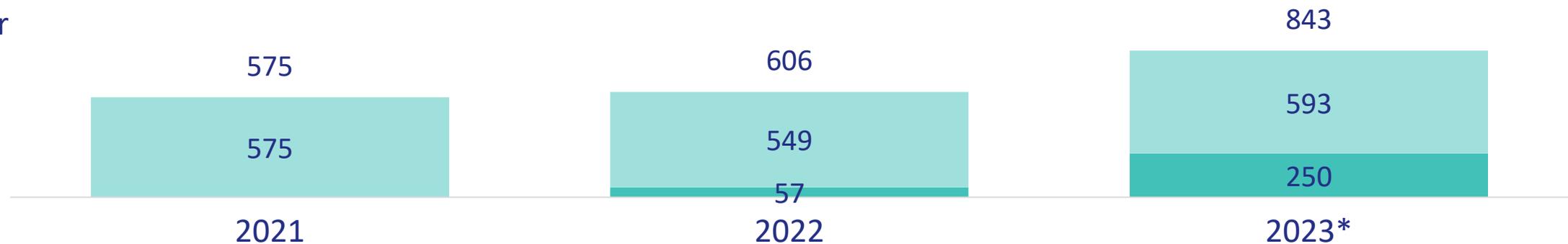
Colombian Operation: Copaltas

- ▶ 50/50 Joint Venture between Mission Produce and Cartama
- ▶ Total Investment⁽¹⁾ of ~\$20M to-date



Hectares by Year

- In Production
- Developed

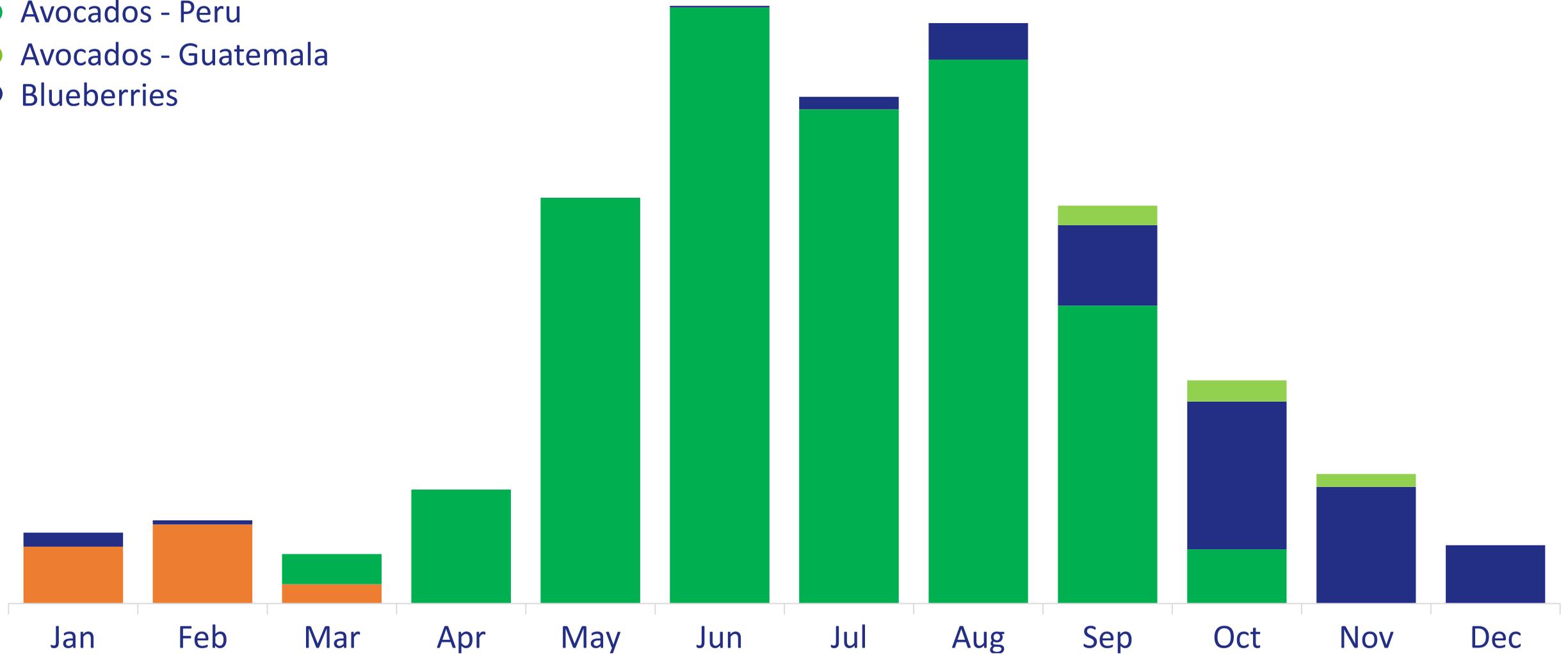


(1) The values have been re-expressed from Colombian pesos to American dollars. (*) * Estimated at December 31st, 2023.



Agricultural Production: General Monthly Distribution by Crop

- Mangos
- Avocados - Peru
- Avocados - Guatemala
- Blueberries

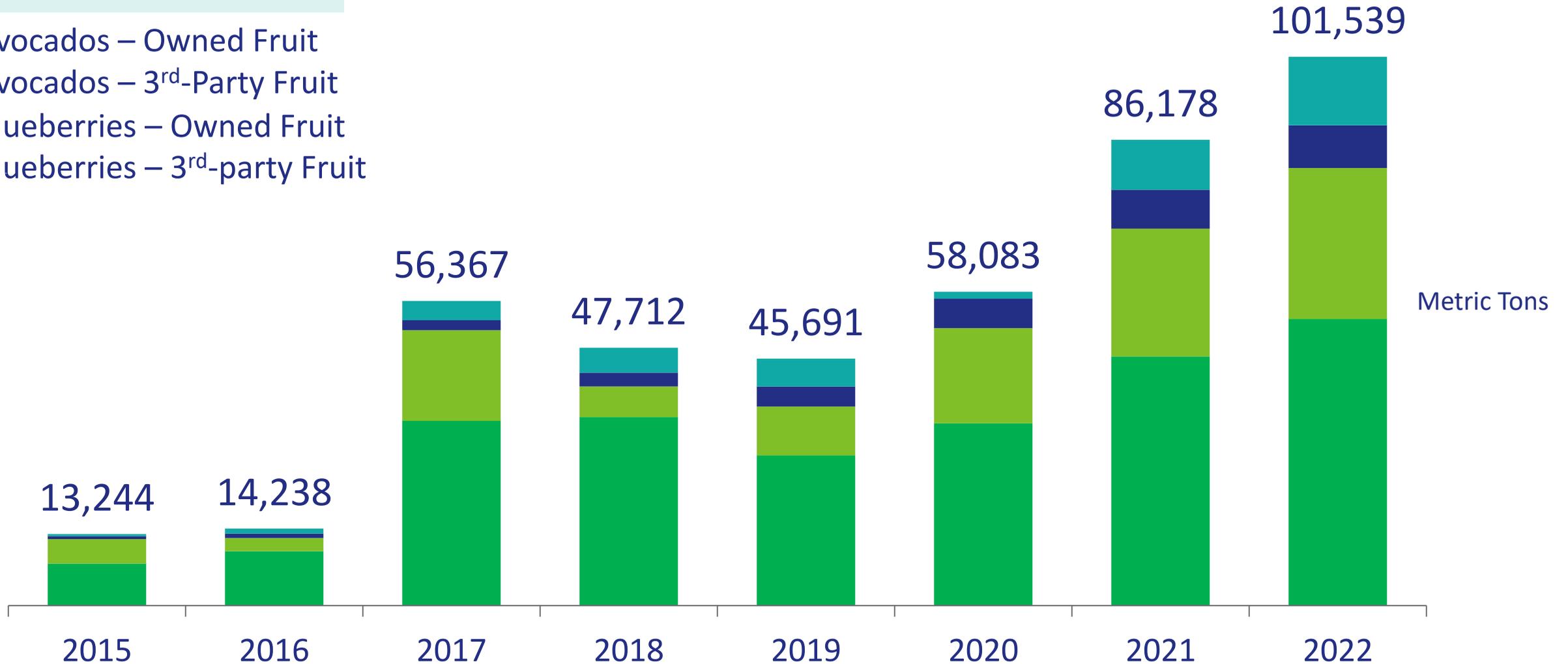




Owned Operations: Avocado Packing Volume Growth

► 2015-2022 CAGR: 29%

- Avocados – Owned Fruit
- Avocados – 3rd-Party Fruit
- Blueberries – Owned Fruit
- Blueberries – 3rd-party Fruit



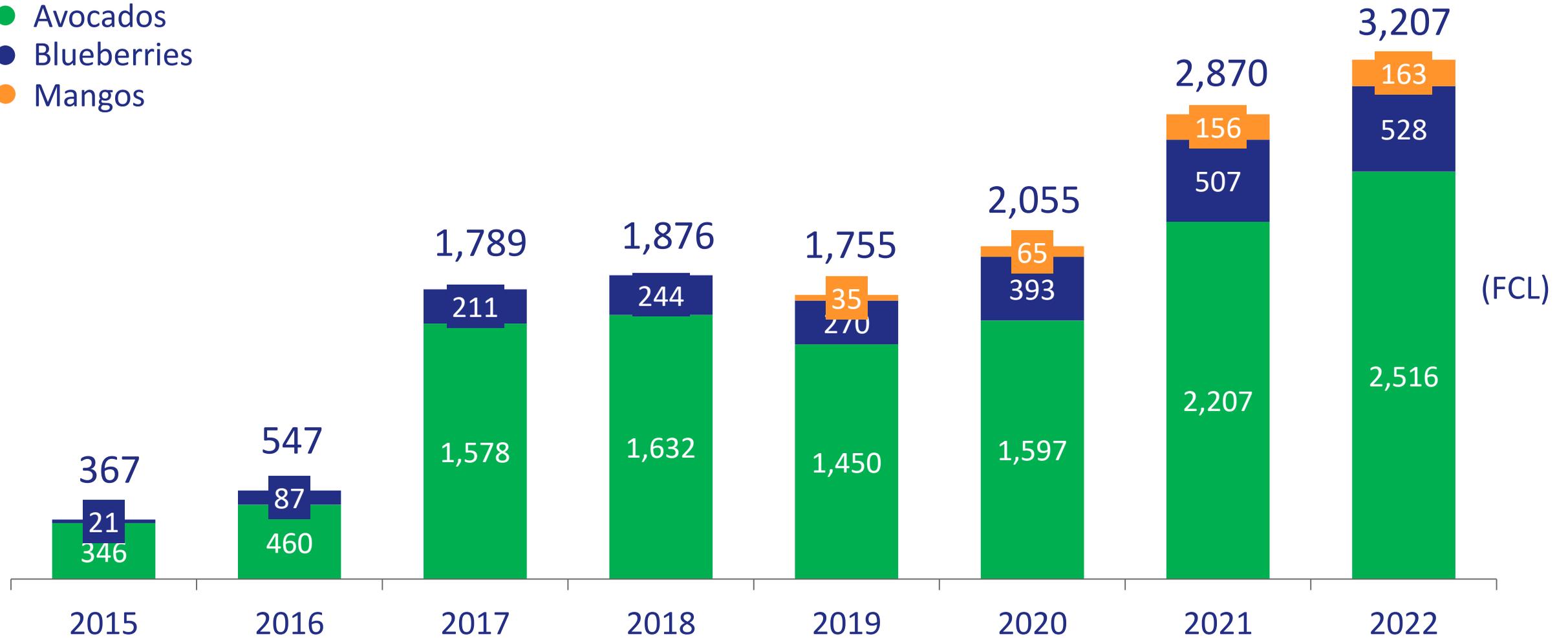
*CAGR: Compound annual growth rate. Information reported at December 31st of each year.



Owned Operations: Exported Container Growth of Mission Fruit

► 2015-2022 CAGR: 31%

- Avocados
- Blueberries
- Mangos



*CAGR: Compound annual growth rate. Information reported at December 31st of each year.



Market Development & Industry Demand





Strategic Choices to Drive Profitable Growth



In which markets do we compete?

Retail, Food Service, Wholesale, and International



How is our customer base selected?

We are focused on growing volume with margin-accretive customers across channels



What differentiates us from our competitors?

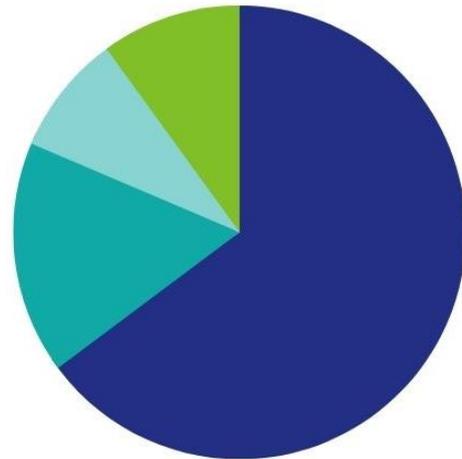
We are the preferred partner by delivering a superior product, world-class service, and innovative solutions

Channel Segmentation Strategy Based on Growth and Profitability

We are focused on growing Retail, Food Service, Wholesale, and International Channels

Customer Channel Segmentation by Volume

(as of FYTD May 27, 2023)



● Retail: 64.8%

● Foodservice: 16.6%

● Wholesale: 8.6%

● International: 10%

► Competitively positioned in sales, sourcing and operations to serve customers year-round, growing demand across the globe

► Align our business with customers that hold strong market positions nationally and regionally in their respective channel

► Strategic locations in key markets

► Surety of supply

► Scalability

► Consistent quality

► Leading our customer & partner relationships through our core values:

FIRST (Fun, Innovative, Reliable, Successful, Trustworthy)



Mission is Positioned as a Preferred Supplier by Offering Custom Programs & Value-Added Services

We provide customers with leading operations and industry insights geared toward driving sales

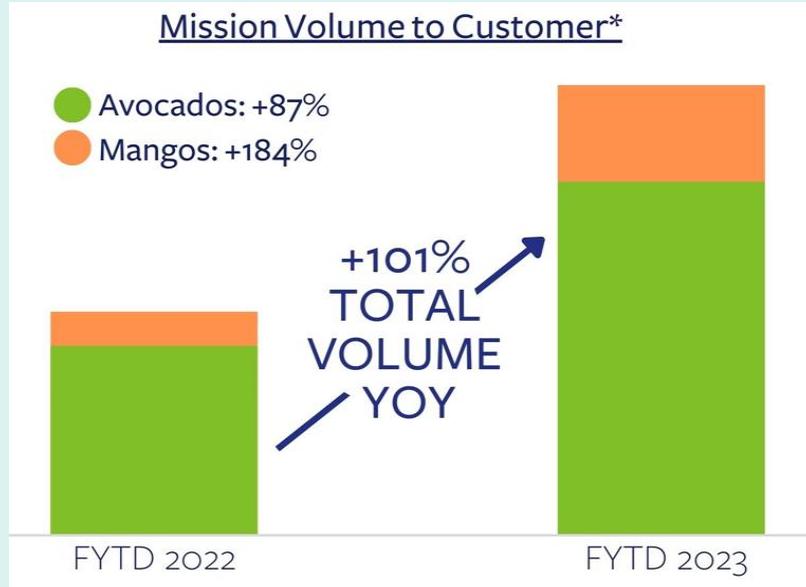
- Ripening to customer specifications
- Logistics management (especially trucking)
- Hands-on training to facilitate proper fruit handling & educational resources
- Merchandising and promotional support
- Around-the-clock customer support and availability
- Consumer-friendly bagging and custom packaging
- Category management
 - Avocado Intel Insights on market trends and consumer behavior
 - Quarterly category analysis & reviews





Our global sourcing, ripening, and distribution network combined with our value-added services promotes customer category growth

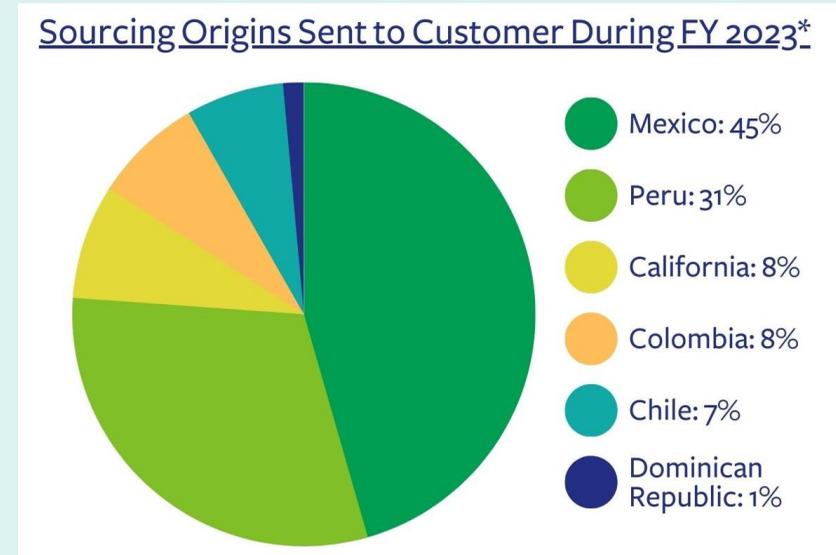
National Retailer Case Study: Growing Volume



Mission is positioned to grow customer volume and distribution

- ▶ Strategically located distribution centers
- ▶ Surety of supply
- ▶ Peruvian program benefits
- ▶ Consistent quality
- ▶ Value-added ripening, bagging, & custom programs
- ▶ Category management

Foodservice Customer Case Study: Supply Diversification



Mission's continued investment in vertical integration supports year-round supply

- ▶ Sourcing capabilities across premium growing regions
- ▶ Industry-leading food safety & quality standards
- ▶ World-class service
- ▶ Nationwide distribution
- ▶ Custom ripening programs
- ▶ Order flexibility



Financial Performance



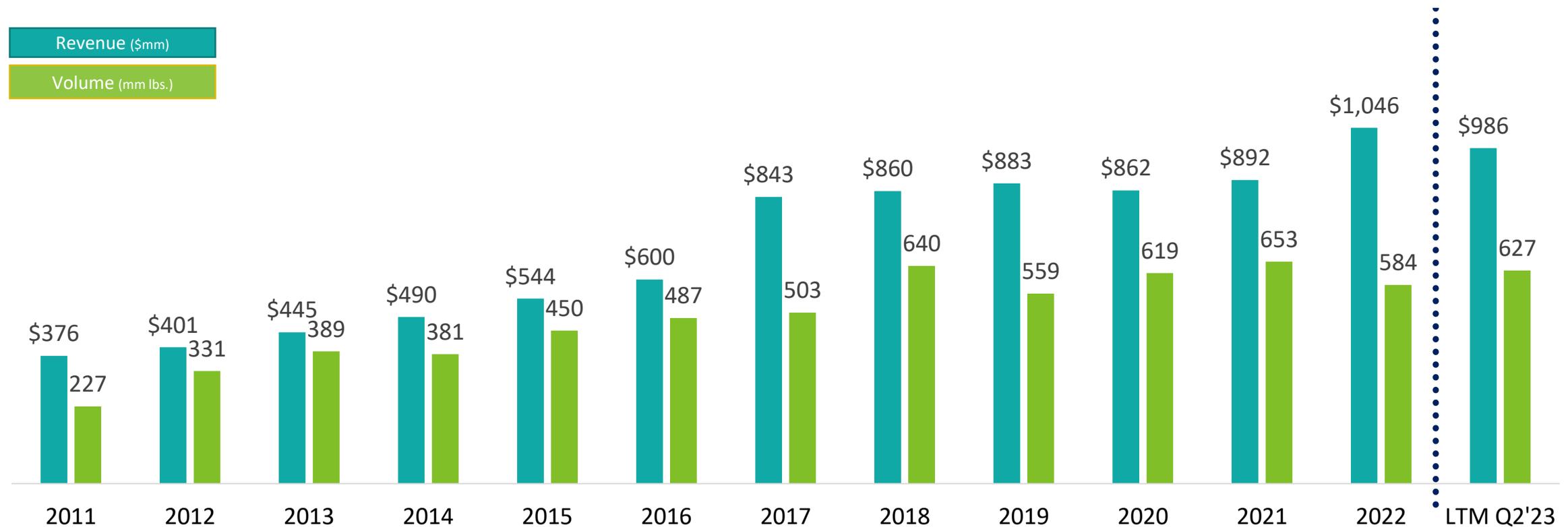


Historical Revenue / Volume Growth

Attractive industry tailwinds combined with visionary leadership driving strong long-term growth

2011 - 2022 CAGR:

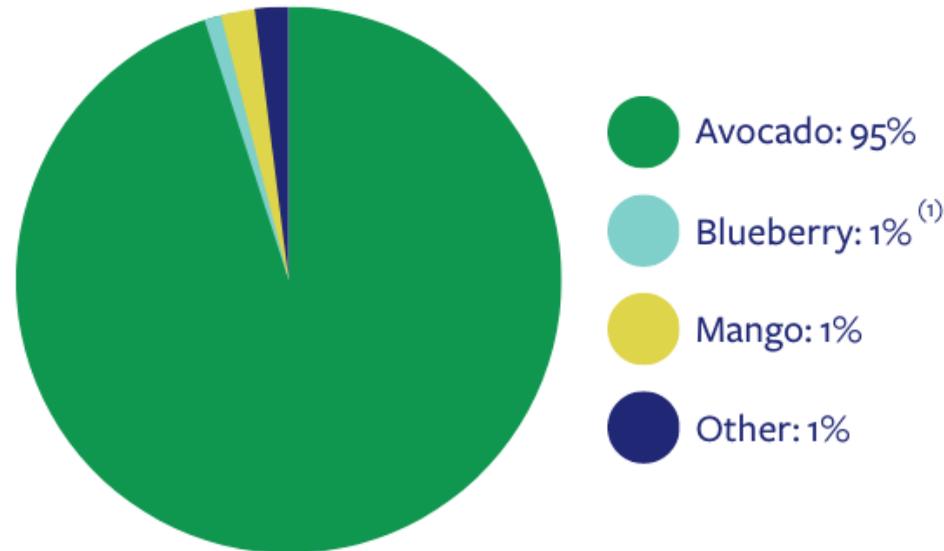
► Revenue: +9.8% ► Volume +9.0%





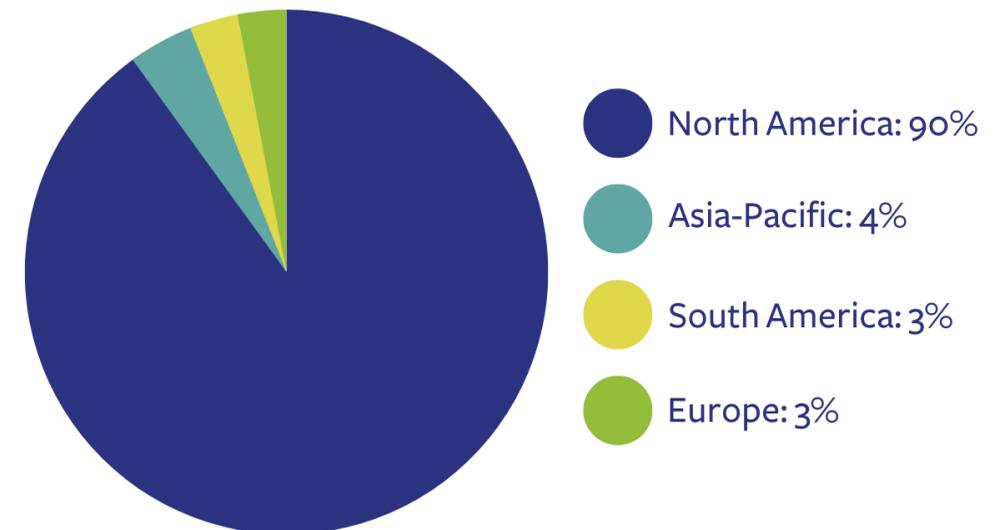
2022 Revenue Overview

Sales by Type



- ▶ Focus on avocados
- ▶ Ancillary revenues derived from synergistic products

Sales by End Market



- ▶ North America concentration
- ▶ FY22 international sales negatively impacted by supply constraints – significant opportunities exist with consistent supply



Historical Quarterly Financial Performance

Fiscal third and fourth quarters typically strongest due to uplift from seasonal sales from our Peru operations

Revenue (\$mm)	Q1'20	Q2'20	Q3'20	Q4'20	Q1'21	Q2'21	Q3'21	Q4'21	Q1'22	Q2'22	Q3'22	Q4'22
	\$197.5	\$221.6	\$236.4	\$206.8	\$173.2	\$234.7	\$246.8	\$237.0	\$216.6	\$278.1	\$313.2	\$238.0
% Annual contribution⁽¹⁾	23%	26%	27%	24%	19%	26%	28%	27%	21%	27%	30%	23%
Avocado volume (mm lbs)	152.2	133.9	164.2	168.7	162.9	163.0	167.2	160.1	134.0	131.5	149.6	169.2
Price/lb avocado	\$1.28	\$1.64	\$1.41	\$1.20	\$1.04	\$1.42	\$1.43	\$1.45	\$1.56	\$2.04	\$2.03	\$1.28
Gross Profit (\$mm)	\$19.4	\$21.5	\$44.2	\$39.5	\$22.7	\$27.1	\$40.9	\$33.8	\$0.5	\$19.8	\$42.6	\$26.9
% Annual contribution⁽¹⁾	16%	17%	35%	32%	18%	22%	33%	27%	1%	22%	47%	30%
Gross margin	9.8%	9.7%	18.7%	19.1%	13.1%	11.5%	16.6%	14.3%	0.2%	7.1%	13.6%	11.3%
Net income (loss) (\$mm)	\$1.4	\$(14.8)	\$23.4	\$18.8	\$2.2	\$7.4	\$18.4	\$16.9	\$(13.4)	\$2.4	\$17.9	\$(41.8)
Adjusted EBITDA⁽³⁾ (\$mm)	\$8.4	\$14.4	\$36.6	\$32.1	\$12.5	\$16.3	\$30.1	\$26.4	-\$10.4	\$9.2	\$31.6	\$17.2
<ul style="list-style-type: none"> ■ Blueberries⁽²⁾ ■ International Farming ■ Marketing & Distribution 												
% Annual contribution⁽¹⁾	9%	16%	40%	35%	15%	19%	35%	31%	-22%	19%	66%	36%

Note: Fiscal year ended October 31. (1) % Annual Contribution calculated as the respective quarter's amount/total annual amount for the respective fiscal year. (2) The Blueberries segment was consolidated prospectively on May 1, 2022. (3) Non-GAAP reconciliation located in the appendix



Variables Impacting Business Segment Financial Performance

Marketing & Distribution

- ▶ Price/Volume – supply/demand
- ▶ Per unit margins - fruit buy/sell
 - ▶ Not directly correlated with pricing
 - ▶ L/T relationships, not contracts
 - ▶ S/T pricing commitments with customers
 - ▶ Supplier pricing model
 - ▶ Fixed price – MX, CA
 - ▶ Consignment – All else
- ▶ Value-added services
- ▶ Leverage of infrastructure
- ▶ Complementary products & services

International Farming

- ▶ Volume – production yields
 - ▶ Longer tree maturity cycle
- ▶ Pricing
 - ▶ Size curve
 - ▶ Quality
 - ▶ Harvest phasing
 - ▶ End market development
- ▶ Marketed by Mission
- ▶ Cost controls
 - ▶ Leverage resources/investments
- ▶ Seasonality – Q3/Q4 timeframe
 - ▶ Will change over time with new supply sources (Guatemala)

Blueberries

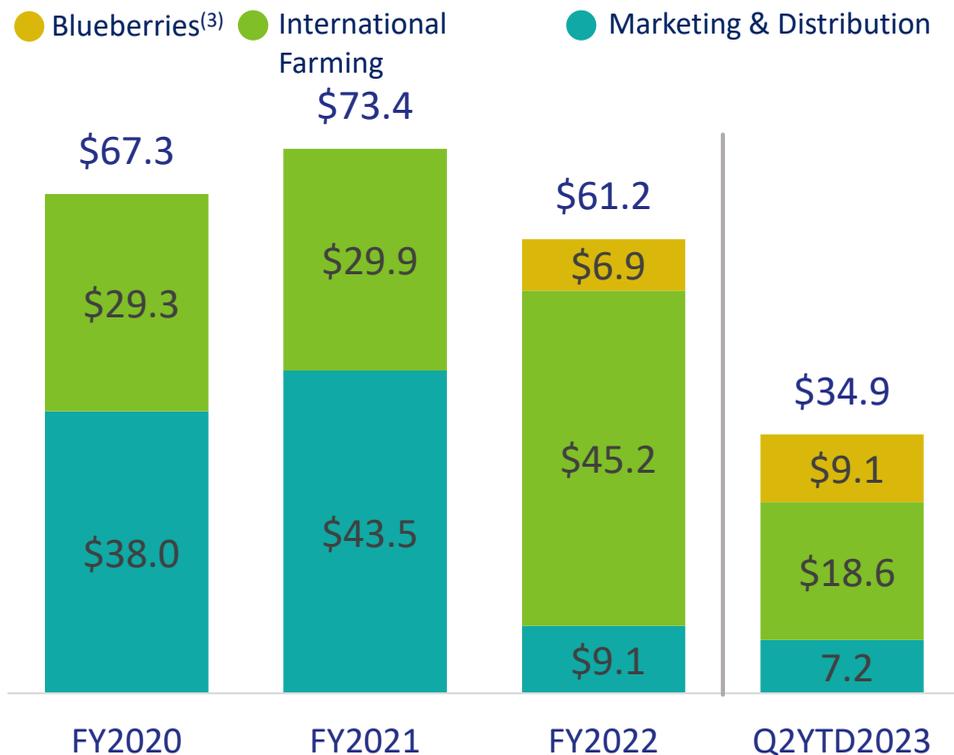
- ▶ Volume – production yields
 - ▶ Shorter plant maturity cycle
- ▶ Pricing
 - ▶ Varieties
 - ▶ Quality
 - ▶ Harvest phasing
 - ▶ End market development
- ▶ Marketed by 3rd-party partner
- ▶ Cost controls
- ▶ Seasonality – Q4/Q1 timeframe



Recent Capital Investments

We have invested heavily in our business historically, which we believe will put us in a position to generate strong, free-cash flows in the coming years

Capital Expenditures (\$mm) ⁽²⁾



▶ Invested >\$500mm across capital expenditures and equity investments during the past 10 years: ⁽¹⁾

- ▶ Mega facility in Laredo, TX supporting MX distribution throughout North America
- ▶ UK distribution facility supporting expansion to retail/food service customer base in UK market
- ▶ Avocado orchard development in Peru and Guatemala

▶ Modest leverage ratio despite capital-intensive model

▶ Slowing investments in distribution & farming

- ▶ Distribution – focus on capacity utilization
- ▶ Farming – finish existing projects outside of Peru to fill in supply calendar

(1) Includes 2018 buyout of remaining 50% interest in Peru farming JV. (2) As of fiscal year end October 31, 2022. \$ in millions. (3) The Blueberries segment was consolidated prospectively on May 1, 2022.



Long-term Financial Outlook

- ▶ Bullish outlook on avocado consumption driving global revenue growth, with volume and market share growth translating to improved leverage of distribution and farming investments
- ▶ Year-over-year variability to be expected in our industry – growth unlikely to come in steady, stable increments



Estimated Total Revenue Growth:
Mid-Single Digits

Estimated Adjusted EBITDA Growth:
High-Single Digits



Closing Comments





Q&A





Appendix



This presentation contains the non-GAAP financial measure “Adjusted EBITDA” and “Adjusted EBITDA Margin.” Management believes these measures provide useful information for analyzing the underlying business results. These measures are not in accordance with, nor are they a substitute for or superior to, the comparable financial measures by generally accepted accounting principles (“GAAP”). Reconciliations of these non-GAAP financial measures to the most comparable GAAP measures are included in the Appendix to this presentation where possible. The Company is unable to reconcile certain forecasted non-GAAP financial measures used herein, including adjusted EBITDA, without unreasonable efforts because a forecast of certain items, including taxes, interest, stock-based compensation, depreciation and amortization, income (loss) from equity method investees, other income, and other special, non-recurring or one-time items is not practical. Adjusted EBITDA refers to net income (loss), before interest expense, income taxes, depreciation and amortization expense, stock-based compensation expense, other income (expense), and income (loss) from equity method investees, further adjusted by asset impairment and disposals, net of insurance recoveries, farming costs for nonproductive orchards (which represents land lease costs), certain noncash and nonrecurring ERP costs, transaction costs, amortization of inventory adjustments recognized from business combinations, and any special, non-recurring, or one-time items such as remeasurements or impairments, and any portion of these items attributable to the noncontrolling interest, all of which are excluded from the results the CEO reviews uses to assess segment performance and results.

Adjusted EBITDA Margin refers to net income (loss), before interest expense, income taxes, depreciation and amortization expense, stock-based compensation expense, other income (expense), and income (loss) from equity method investees, further adjusted by asset impairment and disposals, net of insurance recoveries, farming costs for nonproductive orchards (which represents land lease costs), certain noncash and nonrecurring ERP costs, transaction costs, material legal settlements, and any special, non-recurring, or one-time items such as remeasurements or impairments, and any portion of these items attributable to the noncontrolling interest, as a percentage of net sales.

Non-GAAP Reconciliation					
(\$mm except for percentages)	YTD Q2		LTM Q2	Annual	
	2023	2022	2023	2022	2021
Net (loss) income	\$ (15)	\$ (11)	\$ (39)	\$ (35)	\$ 45
Interest expense	5	2	9	6	4
(Benefit) provision for income taxes	—	(2)	6	4	21
Depreciation and amortization ⁽¹⁾	15	10	30	25	20
Equity method income	(1)	(2)	(5)	(5)	(8)
Stock-based compensation	2	2	4	4	3
Legal settlement	—	—	—	—	1
Asset impairment and disposals, net of insurance	1	—	1	—	—
Farming costs for nonproductive orchards	1	1	2	2	1
ERP costs ⁽²⁾	1	3	3	5	—
Amortization of inventory adjustment recognized from business combination	1	—	1	—	—
Transaction costs	—	1	—	1	—
Remeasurement gain on business combination with Moruga	—	—	(2)	(2)	—
Goodwill impairment	—	—	50	50	—
Other (income) expense	—	(5)	1	(4)	(1)
Noncontrolling interest ⁽³⁾	—	—	—	(1)	—
Adjusted EBITDA	\$ 10	\$ (1)	\$ 59	\$ 48	\$ 85
Net sales	\$ 435	\$ 495	\$ 986	\$ 1,046	\$ 892
(Loss) income before income taxes	\$ (15)	\$ (13)	\$ (34)	\$ (31)	\$ 66
Operating margin	(3)%	(3)%	(3)%	(3)%	7 %
Interest expense	1	—	1	1	—
Depreciation and amortization	3	2	3	2	2
Equity method income	—	—	—	—	(1)
ERP costs	—	1	—	—	—
Goodwill impairment	—	—	5	5	—
Other income	—	(1)	—	—	—
Adjusted EBITDA margin	2 %	— %	6 %	5 %	10 %

Totals may not sum due to rounding.

- (1) Includes depreciation and amortization of purchase accounting assets of: \$1.7 million and \$0.1 million for the six months ended April 30, 2023 and 2022, respectively, \$3.1 million for the twelve months ended April 30, 2023, and \$1.4 million and \$0.2 million for the years ended October 31, 2022 and 2021, respectively.
- (2) Includes recognition of deferred implementation costs during all periods. Also includes process reengineering costs for the six months ended April 30, 2022, the twelve months ended April 30, 2023, and the year ended October 31, 2022.
- (3) Represents net loss attributable to noncontrolling interest plus the impact of non-GAAP adjustments, allocable to the noncontrolling owner based on their percentage of ownership interest.

Reconciliation of Quarterly Non-GAAP Measure													
(\$mm)	Q1'20	Q2'20	Q3'20	Q4'20	Q1'21	Q2'21	Q3'21	Q4'21	Q1'22	Q2'22	Q3'22	Q4'22	
Net income (loss)	\$ 1.4	\$ (14.8)	\$ 23.4	\$ 18.8	\$ 2.2	\$ 7.4	\$ 18.4	\$ 16.9	\$ (13.4)	\$ 2.4	\$ 17.9	\$ (41.8)	
Interest expense	2.1	2.3	1.1	1.2	0.9	0.8	1.0	1.0	0.9	1.1	1.5	2.0	
Provision (benefit) for income taxes	0.7	3.5	6.2	4.6	7.3	2.1	5.9	5.8	(2.5)	0.8	5.4	—	
Depreciation and amortization ⁽¹⁾	3.4	3.7	5.5	5.5	3.6	4.0	6.1	6.7	4.5	5.6	7.1	7.6	
Equity method income	—	(0.4)	(1.2)	(2.4)	(2.3)	0.2	(2.1)	(3.3)	(1.6)	(0.3)	(1.7)	(1.5)	
Stock-based compensation	0.4	0.3	0.4	3.9	0.8	0.7	0.5	0.6	0.8	0.9	0.9	1.0	
Legal settlement	—	—	—	—	—	0.8	—	—	—	—	—	—	
Impairment on equity method	—	21.2	—	—	—	—	—	—	—	—	—	—	
Asset impairment and disposals, net of insurance recoveries	—	—	—	—	—	—	(0.2)	—	0.1	(0.1)	0.2	0.2	
Farming costs	—	—	—	—	—	—	—	0.8	0.5	0.3	0.3	0.4	
ERP costs	—	—	—	—	—	—	—	—	1.5	1.3	1.0	0.8	
Goodwill impairment	—	—	—	—	—	—	—	—	—	—	—	49.5	
Remeasurement gain on business combination with Moruga	—	—	—	—	—	—	—	—	—	—	(2.0)	—	
Transaction costs	—	—	—	—	—	—	—	—	0.4	0.1	—	0.1	
Amortization of inventory adjustment recognized from business combination	—	—	—	—	—	—	—	—	—	—	—	0.4	
Other expense (income)	0.4	(1.4)	1.2	0.5	—	0.3	0.5	(2.1)	(1.6)	(2.9)	0.9	(0.8)	
Noncontrolling interest ⁽³⁾	—	—	—	—	—	—	—	—	—	—	0.1	(0.7)	
Adjusted EBITDA	\$ 8.4	\$ 14.4	\$ 36.6	\$ 32.1	\$ 12.5	\$ 16.3	\$ 30.1	\$ 26.4	\$ (10.4)	\$ 9.2	\$ 31.6	\$ 17.2	

Totals may not sum due to rounding.

(1) Includes depreciation and amortization of purchase accounting assets.

(2) Includes recognition of deferred implementation costs and nonrecurring process reengineering costs.

(3) Represents net loss (income) attributable to noncontrolling interest plus the impact of non-GAAP adjustments, allocable to the noncontrolling owner based on their percentage of ownership interest.