

May 2017

# FORWARD-LOOKING STATEMENTS

Certain statements contained in this presentation are not based on historical fact and are forward-looking statements within the meaning of federal securities laws and regulations. These statements are based on management's current expectations, assumptions, estimates and observations of future events and include any statements that do not directly relate to any historical or current fact; actual results may differ materially due in part to the risk factors set forth in our most recent 10-K and 10-Q filings. These forward-looking statements can be identified by the use of words like "anticipates," "estimates," "projects," "expects," "plans," "believes," "intends," "will," "assumes" and other words of similar meaning. Owing to the uncertainties inherent in forward-looking statements, actual results could differ materially from those set forth in forward-looking statements. We intend these forward-looking statements to speak only at the time of this presentation and do not undertake to update or revise these statements as more information becomes available except as required under federal securities laws and the rules and regulations of the SEC. Factors that could cause actual results to differ materially from those in forwardlooking statements include, but are not limited to, the timing and success of the Company's Corporate Relocation Plan, the timing and success of the Company in realizing estimated savings from third party logistics and vendor managed inventory, the realization of the Company's cost savings estimates, the relative effectiveness of compensation-based employee incentives in causing improvements in Company performance, the capacity to meet the demands of the Company's large national account customers, the extent of execution of plans for the growth of Company business and achievement of financial metrics related to those plans, the effect of the capital markets as well as other external factors on stockholder value, fluctuations in availability and cost of green coffee, competition, organizational changes, our ability to retain employees with specialized knowledge, the effectiveness of our hedging strategies in reducing price risk, changes in consumer preferences, our ability to provide sustainability in ways that do not materially impair profitability, changes in the strength of the economy, business conditions in the coffee industry and food industry in general, our continued success in attracting new customers, variances from budgeted sales mix and growth rates, weather and special or unusual events, changes in the quality or dividend stream of third parties' securities and other investment vehicles in which we have invested our assets, as well as other risks described in this report and other factors described from time to time in our filings with the SEC.

Note: All of the financial information presented herein is unaudited.



# **CORPORATE OVERVIEW**

#### National manufacturer, wholesaler, and distributor of foodservice products with over 100 years in the business

- Founded in 1912
- National roaster, manufacturer, wholesaler, and distributor of high-quality branded and private label coffees and distributor of teas, spices, and culinary products

#### Differentiated business model

- One of the most complete local, regional, and national Direct Store Delivery (DSD) networks in the coffee industry
- Production capabilities at three quality tiers value, premium, and specialty
- Substantial experience in coffee sourcing, procurement, roasting, and blending
- Respected sustainability program

#### Growth Industry

- Positive growth rates with Specialty coffee and iced coffee beverages forecasted to grow at faster rates\*
- Delivered 7% compound annual growth rate in coffee pounds since Q4 2012

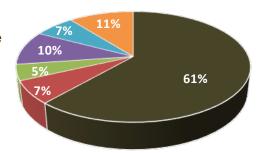
#### Experienced management team

- Significant experience across consumer branded, packaged goods, and beverage companies
- Strong background in turnarounds

#### Industry association leadership

- Mike Keown appointed Vice Chairman, World Coffee Research October 2016
- \* Source : 2016 Nielsen Retail Report

FY16 Net Sales - \$544M

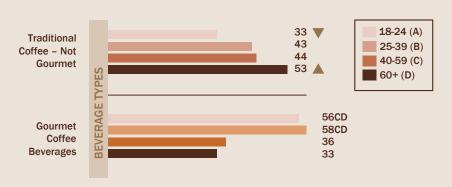


- Coffee (Roast & Ground)
- Coffee (Frozen Liquid)
- Tea (Iced & Hot)
- Culinary
- Spice
- Other beverages



# **COFFEE CONSUMPTION TRENDS**

#### **CONSUMPTION & OCCASION**



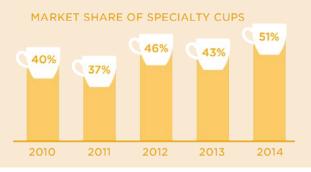
 Gourmet penetration has surpassed traditional coffee among Millennials

# With Breakfast Mid-Morning \*\*Consuming Any Coffee Evening/Night 26% Early Morning 22% With Breakfast

Coffee is no longer just a "morning" drink.

#### "SPECIALTY" IZATION

 Specialty coffee consumption surpassed "traditional" coffee in 2014 and has remained steady



# Crady's CDLD BREW New Orlean-Style Control of the Control of the

#### **COLD BREW**

115% Growth (All Channels '15)

- \$7.9M retail sales
- 339% growth since 2010
- Quality improving; line extensions hitting the market (e.g., nitro brew)

Sources: The Hartman Group, SCAA, Datassential, Mintel



# 2017 MEGA COFFEE TRENDS

#### **Farmer to Consumer**

#### Reuse & Upcycle

- Farmers use the coffee cherry skins to produce coffee flour so they can use it for baking
- Consumers enjoyed steeped skins (Cascara) as an emerging specialty beverage
- Next: Cascara sodas and adult beverages

#### **Beneficial Cred**

# Coffee Reputation gets a healthy boost

- Off the line: Bulletproof Coffee
- Media Blitz on healthy benefits
- Further support from health Experts (Webmd, Mayo Clinic)
- Focus: Phytochemicals & Caffeine



#### **Processing Protocol**

#### **Pre-Harvest to Pre-Cup**

- Coffee houses are beginning to entice consumers by promoting "least processed"
- This is new-age transparency that furthers authenticity and goodwill



#### **Cold Brew**

#### **Nitro Goes Mainstream**

- Small but expanding as early adopters drive growth
- Reduces need for sweetener due to creamy mouthful
- RTD options starting to surface.
   Will they make the grade?



#### **Culinary Elite**

#### **Coffee as Culinary Star**

- Coffee becomes a go-to ingredient for chefs, making an increased appearance on menus.
- Trending: Food & Alcohol pairings, Season pushes; varietals



#### Flavor(full)

#### **Flavor with Purpose**

- Consumers seeking health benefits and flavors as a single solution
- Coffee & tea offer a viable foundation
- Trending: Ethnic spices, seeds, nut milks, antioxidants, flavanoids







According to Mintel research, 57% of consumers say they are adventurous eaters while 82% claim to be open to trying new flavors. The millennial generation has proven to be the most adventurous, driving the growth of ethnic flavors in retail and foodservice.

Source : Datassential Foodbytes; June 2015; July 2015



# **MULTI-TIER COFFEE & TEA PORTFOLIO**

**SPECIALTY** — Handcrafted. Fresh. Sustainable.







**PREMIUM** — Fresh. Contemporary. Diverse.







© III I N A M I S T.



#### **TRADITIONAL** — Traditional coffees for the classic consumer











#### **Product Categories**





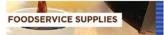














# PRIVATE BRAND PROGRAM DEVELOPMENT

#### **OUR MODEL**

# SPECIALTY COFFEE AT SCALE



TOTAL PARTNERSHIP MODEL



#### WHY WE'RE DIFFERENT

#### QUALITY

- Cup scores / buying philosophy
- State-of-the-art roastery
- Extensive coffee innovation expertise



- 40 years of wholesaling
- Exacting quality standards
- "7 Year Journeyman" roaster training

#### 03 LEADERSHIP

- · SCAA, Roasters Guild
- · Industry leading green coffee buying
- >100 independent coffeehouse accounts

#### 14 SUSTAINABILITY

- LEED® Silver certified roastery
- Corporate sustainability program
- Longstanding direct trade relationships

#### 05 PARTNERSHIP

- Dedicated Market Insights Manager
- Account Management philosophy
- Strong collaborative approach

#### THE BENEFIT



**REPEAT PURCHASE** 



**CONFIDENCE & TRUST** 



**CREDIBILITY** 



**SECURITY & RESPECT** 



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# NATIONWIDE DISTRIBUTION NETWORK



# **OUR SUSTAINABILITY PROGRAMS**

### Our focused sustainability programs are a key component to winning new business

#### **ENVIRONMENTAL** SOCIAL Innovative direct trade program pays First roaster in the Northwest to be LEED® farmers more for quality and invests in Silver Certified their long term coffee productivity Strong partnership with FairTrade USA, 100% renewable energy is part of our offering a wide range of single origins ongoing carbon footprint reduction and blends. Ethical consumers place strategy at our roasting facilities emphasis here. **Active participation and supporter** 14% reduction in our electric use, 28,000 Rainforest Alliance that helps farmers Rainforest MT (or 6.8%) reduction in our carbon Alliance farm while conserving the environment footprint while increasing volume while boosting crop yields. Certified USDA and OCIA coffees from all MercyCorps Long term "Cause Coffee" programs with major growing regions, including blends MercyCorps® and Philanthropy Partners and single origins. support community aid projects at origin



<sup>\*</sup> LEED certification at our Northlake Tx headquarters facility projected in 2017

# **EXPERIENCED SENIOR MANAGEMENT TEAM**

| Name              | Title  | Prior Experience                |
|-------------------|--|---------------------------------|
| Mike Keown        | President and Chief Executive Officer                | WhiteWave <b>P&amp;G</b>        |
| David Robson      | Treasurer and Chief Financial Officer                | PIRCH' US AUTOPARTS             |
| Tom Mattei        | General Counsel and Assistant Secretary              | weintraub tobin LATHAM®WATKINS™ |
| Ellen lobst       | Chief Operations Officer                             | Sunny Delight Beverages Co.     |
| Scott Bixby       | Senior Vice President/General Manager of DSD         | Campbells P&G                   |
| Scott Siers       | Senior Vice President/General Manager of Direct-Ship | MCLANE. PEPSICO                 |
| Gerard Bastiaanse | Senior Vice President, Marketing                     | Die BR Ragidit                  |
| Suzanne Gargis    | Vice President, Human Resources                      | Sara see                        |

Note: The marks displayed above are the properties of these companies. Use in this presentation does not imply endorsement of this presentation.



## INDUSTRY ASSOCIATION LEADERSHIP

- World Coffee Research
  - Mike Keown appointed Vice Chairman of the Board of Directors
- Specialty Coffee Association of Sustainability Council
  - Council Member
- Pacific Coast Coffee Association
  - Board Member
- Roasters Guild
- Charitable Support
  - Coalition for Coffee Communities Board Member
  - FMI Leadership Counsel, Feeding America















May 2017

# **CURRENT STRATEGIC OBJECTIVES**

- Increase production efficiency to improve competitiveness
  - Completed Corporate Relocation Plan
  - Implement supply chain cost reduction and efficiency initiatives
  - Leverage ERP system to reduce unnecessary costs
  - Maintain quality reputation as a competitive strength
  - Improve planning, forecasting, and further simplifying the supply chain
  - Reassess work processes
- Drive volume growth from a larger national account base and enhance teamwork across the National Account and DSD organizations
- Redefine the DSD Model
  - Announced restructuring of the Company's DSD sales model in February 2017
  - Leverage mobile sales and fleet routing tools to improve efficiency
  - Invest in high-growth and profitable markets and consider leaving low-profit markets
  - Continue to pursue strategies to improve or create profitable scale in targeted markets



## **GROWTH EXPANSION OPPORTUNITIES**

#### Positive industry trends

- ~3-5% aggregate annual growth rates expected with specialty coffee and iced coffee beverages growing at higher rates¹
- Consumption dynamic changing

#### Large addressable market

- Potential market share improvement through new customers and territory objectives
- Currently hold small percentage of the addressable market
  - Less than 1% market share<sup>2</sup>
  - Capitalize on consumers increasing interest in sustainability

#### Market continues to expand with new categories and products

Ice coffee, cold brew, premium coffee channels

#### Opportunistic M&A activities

- Fragmented market with many regional players
- Strong balance sheet and equity position
- Low debt, with net borrowings net of cash and short term investments of \$12.0 million as of March 31, 2017
- Additional borrowing capacity, with a \$75.0 million revolving credit facility and a \$50.0 million accordion feature in place
  - \$13.1m in availability as of 3/31/17



# RECENT ACCOMPLISHMENTS

- Strengthened management team
  - Adding talent to manage for future growth
  - Expertise in turnaround stories
- Recently announced supply chain rationalization/simplification
  - DSD restructure targets annual savings of \$2.0 million \$2.6 million to be realized fully by fiscal Q2-18 after incurring 1x costs of \$3.7 million - \$4.9 million
  - Better addresses unique needs of customers and quicker response to industry trends
- Recent customer wins in fiscal 2017
  - Examples: Allsup, SSP, Comcast, Skyline Healthcare, Stop N Save convenience stores
- Enhanced specialty coffee program and resources
- Added new capabilities i.e., in national account sales, sustainability
- Expanded grower sustainability programs at home and abroad



## CORPORATE RELOCATION PLAN

- New HQ and distribution center in Northlake, Texas up and running
  - Effectively transitioned all remaining key functions into the new facility
  - Installed roasters in new state-of-the-art facility
  - Expect to be fully operational by fiscal year end 2017
- Annual savings estimated \$18 million \$20 million
  - Third Party Logistics (3PL) for long-haul deliveries added
  - Vendor managed inventories added for select items
  - Closure of Torrance facility has driven improvement in Gross Margin
  - Expect to realize full savings by the back half of FY2018
  - Recently consolidated Oklahoma Distribution Center activity into our Northlake, Texas Distribution
     Center
  - \$3 \$5m in savings expected to be realized in FY18
- Restructuring costs related to corporate relocation plan estimated at \$31.6 million cash costs
  - \$30.7 million of cash costs recognized through Q3 2017
- Continue to assess manufacturing, distribution, and supply chain activities for additional savings

# RECENT ACQUISITIONS

#### China Mist Brands, Inc.

- Acquired October 2016 for ~\$11.2 million including working capital adjustments (before earnout)
- Strong premium tea brand
  - Fast growing market segment
- National distribution in over 20,000 foodservice locations
- Strong management team

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#### West Coast Coffee

- Acquired in February 2017 for ~\$14.7 million including working capital adjustments (before earnout)
- Portland, Oregon-based coffee manufacturer and distributor
- Primarily focused on convenience store, grocery and foodservice channels
  - Distribution to over 2,000 locations
- Broadens Farmer Bros.' reach in Northwest







May 2017

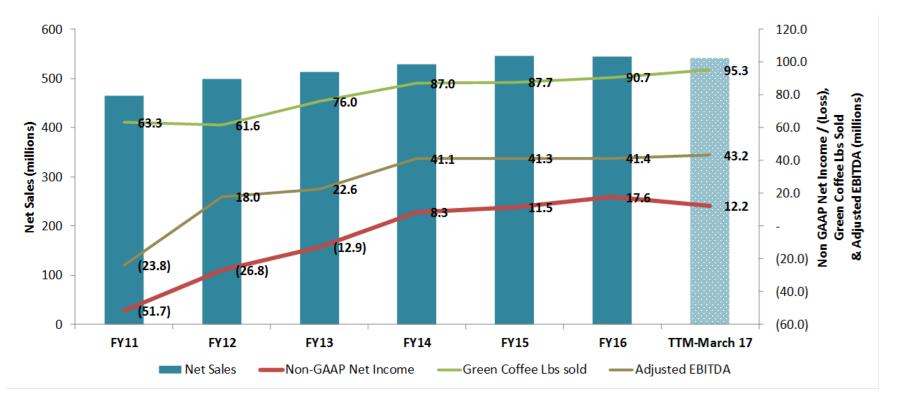
# **STRONG BALANCE SHEET**

| (In millions)                               | N  | March 31, 2017 |  |  |  |
|---|----|----------------|--|--|--|
| Cash and Cash Equivalents                   | \$ | 5.7            |  |  |  |
| Short-Term Investments                      |    | 26.5           |  |  |  |
| Accounts and Notes Receivable               |    | 50.4           |  |  |  |
| Inventories                                 |    | 60.7           |  |  |  |
| Other Current Assets                        |    | 5.1            |  |  |  |
| Net PP&E                                    |    | 172.0          |  |  |  |
| Other Assets                                |    | 102.5          |  |  |  |
| Total Assets                                | \$ | 422.9          |  |  |  |
| Total Liabilities excluding Credit Facility |    | 170.7          |  |  |  |
| Credit Facility                             |    | 44.2           |  |  |  |
| Stockholders' Equity                        |    | 208.0          |  |  |  |
| Total Liabilities and Stockholders' Equity  | \$ | 422.9          |  |  |  |

Numbers presented are rounded Inventory – recorded under LIFO methodology PP&E – includes 52 owned properties



# DELIVERING VOLUME AND PROFITABILITY GROWTH



- Coffee pounds CAGR of 7.4% from FY 2011 through March 2017
- Non GAAP net income CAGR of 15.1% from FY 2014 March 2017(1)

(1) See reconciliation of non GAAP measure to most comparable GAAP measure at the end of this presentation



# FY 18 OUTLOOK

- We believe we can grow coffee pounds at market rates or faster
- Our acquisition of China Mist provides new opportunities to expand tea products across our existing customer base as well as increase coffee penetration within China Mist's existing customer base
- Net revenues outside of tea and coffee are expected to grow at slower rates
- We currently believe that gross margins in FY 18 will be impacted by approximately 60 80bps from higher depreciation at our new Northlake, Tx facilities
- We currently believe that gross margin dollars are expected to grow approximately in the 2% 3% range
- We anticipate continued adjusted EBITDA growth, improving 50bps to 100bps in FY 18 over FY 17
- Expected cash tax rate of 3% 4% with \$66m in deferred tax assets remaining to utilize
- Annual maintenance CapX of \$20m \$22m anticipated for FY18
- Investment CapX for FY18 still under review
- We expect that our strong balance sheet would allow us to pursue opportunistic acquisitions or future investment in our production facilities

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## **KEY ACTIVITIES TO PROPEL FUTURE GROWTH**

- Strong product market with growing categories
  - Increased coffee and tea consumption
- Upgrading manufacturing facilities and distribution practices
  - New Northlake facility can initially increase system wide roasting capacity by up to 25% to support increased demand with longer term potential to nearly double capacity
- Initiating programs to win new customers
  - Cost and innovation programs
  - Coffee sourcing leadership
  - Sustainability leadership
- Strong senior management with experience in turnarounds
- Acquiring select capabilities and brands to broaden our reach
  - China Mist Brands acquired October 2016
  - West Coast Coffee acquired February 2017

Positioning Farmer Bros. for Profitable Revenue Growth





May 2017

# **APPENDIX**



# MOST RECENT RESULTS - Q3 2017 VS Q3 2016

- Green coffee pounds increased 6.9%
- Revenue increased 2.8%
- Solid margins of 38.9%, essentially flat with last year when excluding start up costs for our new Northlake facility
- EBITDA increased 52.7%
- Adjusted EBITDA increased 24.0%
- Adjusted EBITDA margin increased to 8.8%, or 150 bps, over last year and the highest EBITDA % performance this year
- Adjusted EBITDA dollars reached \$12.2m Vs. \$9.8M last year



# SELECTED FINANCIAL DATA

|   | Three Months Ended March 31, |         |      |         |              |  |
|---|------------------------------|---------|------|---------|--------------|--|
| (In thousands, except per share data)             | 2017                         |         | 2016 |         | Y-o-Y Change |  |
|   |                              |         |      |         |              |  |
| Income statement data:                            |                              |         |      |         |              |  |
| Net sales   | \$                           | 138,187 | \$   | 134,468 | 2.80%        |  |
| Gross margin                                      |                              | 38.9%   |      | 39.1%   | -20 bps      |  |
| Income from operations                            | \$                           | 2,058   | \$   | 306     | 572.50%      |  |
| Net income  | \$                           | 1,594   | \$   | 1,192   | 33.70%       |  |
| Net income per common share—diluted               | \$                           | 0.10    | \$   | 0.07    | \$ 0.03      |  |
|   |                              |         |      |         |              |  |
| Operating data:                                   |                              |         |      |         |              |  |
| Coffee pounds                                     |                              | 24,395  |      | 22,821  | 6.90%        |  |
| Non-GAAP net income                               | \$                           | 3,049   | \$   | 4,022   | -24.20%      |  |
| Non-GAAP net income per diluted common share      | \$                           | 0.17    | \$   | 0.24    | \$ (0.07)    |  |
| EBITDA  | \$                           | 10,049  | \$   | 6,580   | 52.70%       |  |
| EBITDA Margin                                     |                              | 7.30%   |      | 4.90%   | +240 bps     |  |
| Adjusted EBITDA                                   | \$                           | 12,180  | \$   | 9,820   | 24.00%       |  |
| Adjusted EBITDA Margin                            |                              | 8.80%   |      | 7.30%   | +150 bps     |  |
|   |                              |         |      |         |              |  |
| Balance sheet and other data:                     |                              |         |      |         |              |  |
| Total capital expenditures excluding new facility | \$                           | 6,421   | \$   | 2,876   | 123.30%      |  |
| Total capital expenditures                        | \$                           | 13,503  | \$   | 12,564  | 7.50%        |  |
| Depreciation and amortization expense             | \$                           | 6,527   | \$   | 5,234   | 24.70%       |  |



# Q3 FY17 STATEMENTS OF OPERATIONS

|  | Three Months Er | Three Months Ended March 31, |            | Nine Months Ended March 31, |  |  |
|--|-----------------|------------------------------|------------|-----------------------------|--|--|
| (\$ in thousands, except per share data)           | 2017            | 2016                         | 2017       | 2016                        |  |  |
| Net sales  | \$ 138,187      | \$ 134,468                   | \$ 407,700 | \$ 410,220                  |  |  |
| Cost of goods sold                                 | 84,367          | 81,908                       | 247,586    | 254,173                     |  |  |
| Gross profit                                       | 53,820          | 52,560                       | 160,114    | 156,047                     |  |  |
|  | GM 38.9 %       | 39.1 %                       | 39.3 %     | 38.0 %                      |  |  |
| Selling expenses                                   | 40,377          | 38,447                       | 117,912    | 112,741                     |  |  |
| General and administrative expenses                | 9,196           | 10,977                       | 31,925     | 29,951                      |  |  |
| Restructuring and other transition expenses        | 2,547           | 3,169                        | 9,542      | 13,855                      |  |  |
| Net gain from sale of Torrance Facility            | _               | _                            | (37,449)   | _                           |  |  |
| Net gains from sales of Spice Assets               | (272)           | (335)                        | (764)      | (5,441)                     |  |  |
| Net gains from sales of assets-other               | (86)            | (4)                          | (1,525)    | (163)                       |  |  |
| Operating expenses                                 | 51,762          | 52,254                       | 119,641    | 150,943                     |  |  |
| Income from operations                             | 2,058           | 306                          | 40,473     | 5,104                       |  |  |
| Other income (expense):                            |                 |                              |            |                             |  |  |
| Dividend income                                    | 273             | 288                          | 808        | 840                         |  |  |
| Interest income                                    | 147             | 139                          | 435        | 359                         |  |  |
| Interest expense                                   | (517)           | (111)                        | (1,430)    | (341)                       |  |  |
| Other, net   | 1,044           | 613                          | (1,088)    | 35                          |  |  |
| Total other income (expense)                       | 947             | 929                          | (1,275)    | 893                         |  |  |
| Income before taxes                                | 3,005           | 1,235                        | 39,198     | 5,997                       |  |  |
| Income tax expense                                 | 1,411           | 43                           | 15,910     | 318                         |  |  |
| Net income   | \$ 1,594        | \$ 1,192                     | \$23,288   | \$5,679                     |  |  |
| Basic net income per common share                  | \$ 0.10         | \$ 0.07                      | \$ 1.40    | \$ 0.34                     |  |  |
| Diluted net income per common share                | \$ 0.10         | \$ 0.07                      | \$ 1.39    | \$ 0.34                     |  |  |
| Weighted average common shares outstanding—basic   | 16 605 754      | 16.520.470                   | 16 504 105 |                             |  |  |
| Weighted average common charge outstanding diluted | 16,605,754      | 16,539,479                   | 16,584,125 | 16,486,469                  |  |  |
| Weighted average common shares outstanding—diluted | 16,721,774      | 16,647,415                   | 16,704,200 | 16,614,275                  |  |  |

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# RECONCILIATION OF REPORTED NET INCOME TO EBITDA

|                                     | Three Months En | nded March 31, | Nine Months Ended March 31, |           |  |
|-------------------------------------|-----------------|----------------|-----------------------------|-----------|--|
| (\$ in thousands)                   | 2017            | 2016           | 2017                        | 2016      |  |
| Net income, as reported             | \$ 1,594        | \$1,192        | \$ 23,288                   | \$ 5,679  |  |
| Income tax expense                  | 1,411           | 43             | 15,910                      | 318       |  |
| Interest expense                    | 517             | 111            | 1,430                       | 341       |  |
| Depreciation & amortization expense | 6,527           | 5,234          | 16,613                      | 15,721    |  |
| EBITDA                              | \$ 10,049       | 6,580          | \$ 57,241                   | \$ 22,059 |  |
| EBITDA Margin                       | 7.3 %           | 4.9 %          | 14.0 %                      | 5.4 %     |  |



# RECONCILIATION OF REPORTED NET INCOME TO ADJUSTED EBITDA

|  | Three Months E | nded March 31, | Nine Months Ended March 31, |           |  |
|--|----------------|----------------|-----------------------------|-----------|--|
| (\$ in thousands)                            | 2017           | 2016           | 2017                        | 2016      |  |
| Net income, as reported                      | \$ 1,594       | \$ 1,192       | \$ 23,288                   | \$ 5,679  |  |
| Income tax expense                           | 1,411          | 43             | 15,910                      | 318       |  |
| Interest expense                             | 517            | 111            | 1,430                       | 341       |  |
| Investment income                            | (1,156)        | (427)          | (882)                       | (1,312)   |  |
| Depreciation & amortization expense          | 6,527          | 5,234          | 16,613                      | 15,721    |  |
| Share-based compensation expense             | 902            | 837            | 2,996                       | 3,488     |  |
| Restructuring and other transition expenses  | 2,547          | 3,169          | 9,542                       | 13,855    |  |
| Net gain from sales of Torrance Facility     | _              | _              | (37,449)                    | _         |  |
| Net gains from sales of Spice Assets         | (272)          | (335)          | (764)                       | (5,441)   |  |
| Net (gains) losses from sale of assets       | (86)           | (4)            | (1,525)                     | (163)     |  |
| Non-recurring proxy contest-related expenses | 196            | _              | 5,186                       |           |  |
| Adjusted EBITDA                              | \$ 12,180      | \$ 9,820       | \$ 34,345                   | \$ 32,486 |  |
| Adjusted EBITDA Margin                       | 8.8 %          | 7.3 %          | 8.4 %                       | 7.9 %     |  |



# RECONCILIATION OF REPORTED NET INCOME TO NON-GAAP NET INCOME

|  | Three Months Ended March 31, |             |      | Nine Months Ended March 31, |      |            |    |            |
|--|------------------------------|-------------|------|-----------------------------|------|------------|----|------------|
| (\$ in thousands)                              |                              | 2017        | 2016 |                             | 2017 |            |    | 2016       |
| Net income, as reported                        | \$                           | 1,594       | \$   | 1,192                       | \$   | 23,288     | \$ | 5,679      |
| Non-recurring proxy contest-related expense    |                              | 196         |      | _                           |      | 5,186      |    | _          |
| Restructuring and other transition expenses    |                              | 2,547       |      | 3,169                       |      | 9,542      |    | 13,855     |
| Net gain from sales of Torrance Facility       |                              | _           |      | _                           |      | (37,449)   |    |            |
| Net gains on Spice Assets                      |                              | (272)       |      | (335)                       |      | (764)      |    | (5,441)    |
| Net (gains) losses on sale of assets-other     |                              | (86)        |      | (4)                         |      | (1,525)    |    | (163)      |
| Interest expense on sale-leaseback financing   |                              |             |      |                             |      |            |    |            |
| obligations                                    |                              | _           |      | _                           |      | 681        |    | _          |
| Tax impact of non-GAAP adjustments             |                              | (930)       |      | _                           |      | 9,488      |    | _          |
| Non-GAAP net income                            | \$                           | 3,049       | \$   | 4,022                       | \$   | 8,447      | \$ | 13,930     |
| Weighted average common shares                 |                              |             |      |                             |      |            |    |            |
| outstanding—basic                              |                              | 16,605,754  |      | 16,539,479                  |      | 16,584,125 |    | 16,486,469 |
| Weighted average common shares                 |                              |             |      |                             |      |            |    |            |
| outstanding—diluted                            |                              | 16,721,774  |      | 16,647,415                  |      | 16,704,200 |    | 16,614,275 |
| GAAP net income per common share—diluted       | \$                           | 0.10        | \$   | 0.07                        | \$   | 1.39       | \$ | 0.34       |
| Impact of expenses related to additional       |                              |             |      |                             |      |            |    |            |
| resources for proxy contest                    | \$                           | 0.01        | \$   | _                           | \$   | 0.31       | \$ | _          |
| Impact of restructuring and other transition   |                              |             |      |                             |      |            |    |            |
| expenses                                       | \$                           | 0.15        | \$   | 0.19                        | \$   | 0.57       | \$ | 0.83       |
| Impact of gain on sale of Torrance Facility    | \$                           | <del></del> | \$   | <u> </u>                    | \$   | (2.24)     | \$ | _          |
| Impact of gains from sale of Spice Assets      | \$                           | (0.02)      | \$   | (0.02)                      | \$   | (0.05)     | \$ | (0.33)     |
| Impact of net (gains) losses on sale of assets | \$                           | (0.01)      | \$   | (0.00)                      | \$   | (0.09)     | \$ | (0.01)     |
| Impact of interest expense on sale-leaseback   |                              |             |      |                             |      |            |    |            |
| financing obligation                           | \$                           |             | \$   | _                           | \$   | 0.04       | \$ | _          |
| Impact of income taxes on non-GAAP             |                              |             |      |                             |      |            |    |            |
| adjustments                                    | \$                           | (0.06)      | \$   | _                           | \$   | 0.57       | \$ | _          |
| Non-GAAP net income per common                 |                              |             |      |                             |      |            |    |            |
| share—diluted                                  | \$                           | 0.17        | \$   | 0.24                        | \$   | 0.50       | \$ | 0.83       |





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