# Westrock Coffee

**Investor Presentation** 

June 7, 2022



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#### NON-GAAP FINANCIAL MEASURES

The non-GAAP measures provided herein may not be directly comparable to similar measures used by other companies in Westrock's industry, as other companies may define such measures differently. The non-GAAP measures presented herein are not measurements of financial performance under GAAP, and should not be considered as alternatives to, and should only be considered with, Westrock's financial results in accordance with GAAP. Westrock and Riverview do not consider these non-GAAP financial measures to be a substitute for, or superior to, the information provided by GAAP financial results. A reconciliation of the non-GAAP measures to the corresponding amounts prepared in accordance with GAAP appears in the tables in the Appendix. To the extent forward-looking non-GAAP financial measures are provided, they are presented on a non-GAAP basis without reconciliation due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation.



# Today's Presenters

#### **Westrock Coffee**



**SCOTT FORD** 

**Chief Executive Officer** & Co-Founder



















**CHRIS PLEDGER** 

**Chief Financial** Officer











#### **Riverview Acquisition Corp.**



**BRAD MARTIN** 

**Chief Executive Officer** & Chairman













# **AGENDA**

- **01** | COMPANY OVERVIEW
- 02 | GROWTH STRATEGY
- 03 | FINANCIAL OVERVIEW
- 04 | TRANSACTION AND VALUATION BENCHMARKING
- 05 | CONCLUSION
- 06 | APPENDIX





# A MISSION TO DO WELL BY DOING GOOD



We aim to be the world's most competitive and innovative provider of beverage solutions to the most distinguished brands in order to provide smallholder farmers and their families in developing countries the ability to advance their quality of life and economic status

# Westrock Coffee's History

#### 2009

Westrock Coffee opens operations in Rwanda

#### 2014

Westrock Coffee acquires Falcon Coffees to expand sustainability into 20+ origins



#### 2018

First digitally traceable coffee container ships



Westrock Coffee publicly launches traceable technology platform -Farmer Direct Verified®

Westrock Coffee acquires S&D Coffee & Tea, founded in 1927, to expand blue-chip customer base and social impact



#### 2022

Westrock Coffee launches the nation's largest roasting to Ready-To-Drink packaging facility



Westrock Coffee establishes transparent supply chain from Latin America

#### 2019

Westrock Coffee expands packaging facilities in Little Rock, AR

First digital transaction on IBM Food Trust®



#### 2021

Westrock Coffee expands operations in Malaysia



#### 2010

Westrock Coffee Roasting opens in Little Rock, AR



### Westrock Coffee & Riverview Create a Market Leader















- ✓ Vertically integrated, sustainably focused coffee company providing digitally traceable coffee to the retail and branded hospitality industries.
- ✓ One of the world's

  largest custom coffee and tea

  manufacturers and suppliers

  to restaurants and

  convenience stores in the U.S.

  and a leading producer of

  liquid extracts.
- ✓ Deep bench of directors with significant public company experience in food and beverage, supply chain and accounting sectors. SPAC with \$250M cash in trust and a fully committed \$250M PIPE from a select group of longterm investors.
- Leading integrated coffee, tea, flavors, extracts, and ingredients solutions provider to the world's most iconic and transformative brands.



### We Operate our Business in Two Segments

#### **Beverage Solutions**

#### Coffee & Tea

- Comprehensive product and service offering to the retail, C-Store, travel centers, foodservice, non-commercial, and CPG industries.
- Coffee products in a variety of finished good packagings including whole bean, fractional packs, retail bags, and single serve cups.
- Tea products include iced tea, hot tea, and specialty herbal tea packaged in filter packs, tea bags, or pyramid sachets.

#### Flavors, Extracts & Ingredients (FE&I)

- A full range of beverage concentrate and flavoring systems of branded and private label goods.
- Products include concentrates for ready-todrink beverages, ice creams, sauces, and baked goods.
- Finished good formats currently include bulk and plastic bottles. Planned expansions are expected to extend our offering to cans, glass bottles, and bag-in-a-box.

#### **Sustainable Sourcing &** Traceability (SS&T)

- We source from 35 different coffee and tea producing countries around the world.(1)
- While this segment requires only a modest amount of capital, it assures a diversified and quality source of supply and delivers our proprietary sustainability and digital tracing capabilities.
- 50+ professionals operating in 10 countries around the globe coordinate the physical delivery of these traceable products.













# Westrock Coffee Company

Westrock Coffee Company is a leading North American private brand provider of custom coffee, tea, flavors, extracts, and ingredients to the retail, food service and restaurant, convenience store and travel center, non-commercial account, CPG, and hospitality industries.

We supply the world's most iconic brands with the world's most transformative coffee, tea, and extract products.

Westrock Coffee provides coffee sourcing and financing, digitally traceable supply chain management, product innovation, roasting, packaging, and distribution services.



While Westrock Coffee helps customers manage their commodity price risk, customers alone bear their own exposure.



# Westrock Coffee By The Numbers

\$960M

2022E Net Sales

\$721M from

**Beverage Solutions** 

\$239M

from SS&T \$75M

**2022E Adjusted EBITDA** 

\$70M

from **Beverage Solutions**  \$5M

from SS&T \$123M

2024E Adjusted EBITDA

\$118M

from

**Beverage Solutions** 

\$6M

from SS&T

1.5M

Farmer Partners from

35

Countries<sup>(1)</sup>

**Westrock Coffee provides over** 

**20M** 

**Cups of Coffee Daily**<sup>(1)</sup>

Coffee Supplier to U.S. Restaurants<sup>(2)</sup>

Tea Supplier to U.S. #1 Restaurants(3)

**Coffee Extract Supplier in** #2 Ready to Drink Coffee<sup>(4)</sup>

We Supply

~88%

of our Foodservice Customers' Stores in the U.S. and

<1% Internationally (1)

**Manufacturing Facilities** 

**1M**+ sq ft

1,200

**Employees with Operations in** 

10

Countries



Westrock Coffee is the top provider of coffee to restaurant chains in the U.S. with at least 100 outlets and that currently sell coffee, based on total share of outlets serviced // Global Data Foodservice Intelligence Center, Technomic Ignite Menu & Company, WCC Management.

Westrock Coffee is the top provider of tea to restaurant chains in the U.S. with at least 100 outlets that currently sell tea, excluding outlets that sell only retail-branded tea, based on total share of outlets serviced. // Global Data Foodservice Intelligence Center, Technomic Ignite Menu & Company, WCC

Multi-Outlet + Convenience, RTD Coffee Category + RFG Ready-To-Drink Coffee Category, IRI, 52wk ending 3.20.22.

# Compelling Investment Highlights



**Proven Management Team Is The Largest Equity Owner** 



**Purpose Driven Mission Delivers Measurable Impact** 



**Proprietary, Digitally Traceable Technology** 





Large & Growing Global Market Presents Significant Addressable Opportunity



**Unparalleled Customer Value Proposition** 



**Tenured, Flagship Customers with Global Operations** 



Flavors, Extracts, and Ingredients Business Poised for Dynamic Growth Due to Disruptive Product Innovation and Industry Shortages



**Strong Financial Profile & Growth Trajectory** 



# Proven Management Team Is The Largest Equity Owner

Leadership



JOE FORD

Chairman & Co-founder



SCOTT FORD

Chief Executive Officer & Co-founder



CHRIS PLEDGER

Chief Financial Officer



ELIZABETH MCLAUGHLIN

EVP Of Sales



WILL FORD

Group President
Of Operations



KYLE NEWKIRK

EVP Product Innovation & FE&I



SAM FORD

EVP Business
Analytics
&
Client Experience



MATT SMITH

EVP Supply Chain, Sustainability, & Quality



BOB MCKINNEY

Chief Legal Officer



CJ DUVALL

Chief Human Resource Officer



ERIC CHIN

Chief Information Officer

















































SeDY COFFEE & TEX



































# **Post-Closing Board of Directors**



**JOE FORD** 









**HUGH MCCOLL III** 

BROWN = BROTHERS HARRIMAN







SCOTT FORD









**BRAD MARTIN** 



FedEx.



**JOSIE NATORI** 









**MARK EDMUNDS** 



**Deloitte.** 



PATRICK KRUCZEK

Brown =
Brothers
Harriman





**LESLIE KEATING** 







JEFF FOX









**TOYIN UMESIRI** 





# Purpose Driven Mission Delivers Measurable Impact

Westrock Coffee was founded on the belief that growth is an inevitable byproduct of investments in infrastructure, farmer development, supply chain, product innovation, and technological advancement. This belief is expressed through the way we interact with our community, the environment, and the farmers we serve.



\$6.5M(1)

In sustainability premiums paid directly to farmers



100%

Responsibly sourced coffee and tea by 2025



5M TREES<sup>(2)</sup>

Distributed within Westrock Coffee's supply chain by 2025



**900K+ ACRES**(4)

Farmed by Westrock Coffee's farmer partners globally





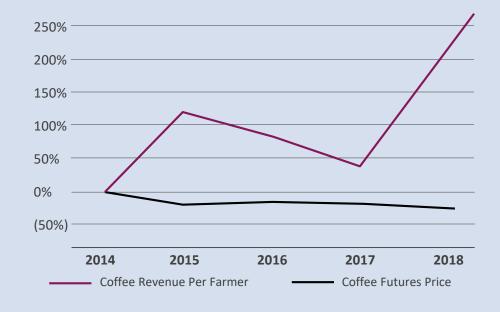
106K<sup>(3)</sup>

Farmers have been trained over the last decade



Of carbon sequestered by Westrock Coffee's supply chains annually

# CASE STUDY: RWANDA 2014 – 2018 GIKOMERO COMMUNITY FARMER GROUP



The chart tracks farm performance for 1,854 farmers who completed Westrock Coffee's training program. These farmers are concentrated in a difficult growing region and historically experienced below average baseline production.



For the period 2015 to 2021.

For the period 2021 to 2025.

<sup>(2)</sup> For the period 2022 to 2023

<sup>(4)</sup> For the calendar year 2021.

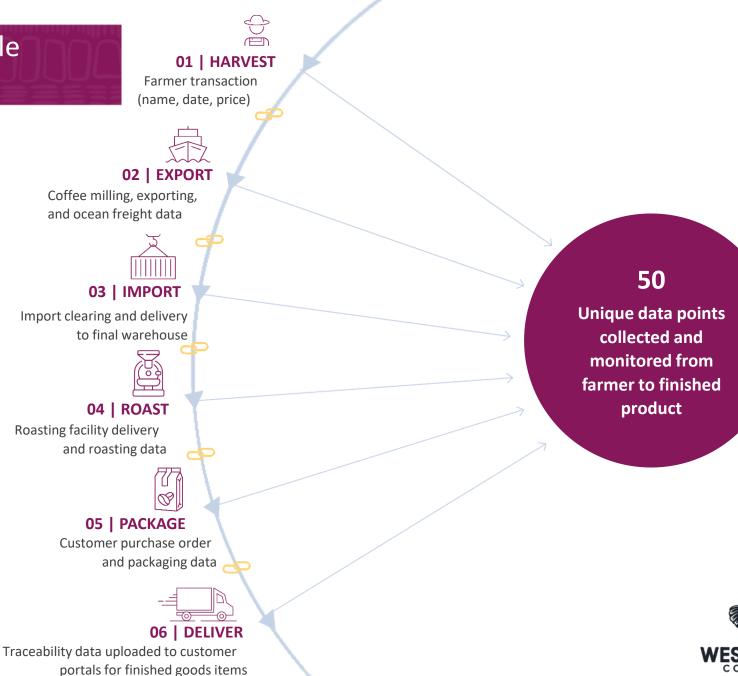
# Proprietary, Digitally Traceable Technology

### A fundamental pillar of Westrock Coffee

Westrock Coffee utilizes the IBM Food Trust® blockchain platform, and other proprietary technologies to link anonymous, disjointed supply chains into transparent, connected systems.

Our platform gives our customers visibility into every step of their supply chain, and allows their customers to see the actionable results of their purchase, with the scan of a QR Code.

Through economic empowerment and environmental accountability, Westrock Coffee directly impacts and improves the lives of the farmers from whom we source coffee and tea.



# Accessing the Public Markets to Expedite Our Growth

#### 1. Capitalize on Consumer Shift to Cold Coffee Beverages

- Today, younger generations are drinking more coffee than their parents, but they are consuming it through an extract-based drink – such as Cold Brew, Iced Coffee, or Frappuccino.<sup>(1)</sup> This shift is happening faster than anyone expected.
- While we currently provide many of these products to our customers, our customers and many prospective customers want a scaled, full-service solutions provider who can produce their products from extracts through the finished good (in a can or bottle).
- In order to meet this demand, we are building one of the largest roast-to-readyto-drink facilities in North America.

#### 2. Expand Beverage Solutions business to Europe & APAC

- We have deep and tenured relationships with a broad and diversified blue-chip customer base.
- Our customers have just as many doors internationally as they do domestically, and we currently serve less than  $1\%^{(2)}$  of our customers' international locations.
- Our customers have asked us to expand with them globally as we have done in Malaysia.



Mintel Group, Coffee and RTD Coffee US 2021; Lightspeed Consumer Data May 2021.

# Large & Growing Global Market Presents Significant Addressable Opportunity

\$318 billion wholesale global coffee and tea market forecasted to grow at 6% CAGR

\$318B

Global Coffee & Tea Market Size

Generational shift to Millennials and Generation Z which are prioritizing cold coffee and sustainability

Millennial and Generation Z Demographic<sup>(2)</sup>

131M

Younger coffee drinkers that prefer to drink cold / RTD coffee compared to hot coffee<sup>(3)(4)</sup>

51%

Consumers preferences have migrated from Regular Brewed Coffee to Non-Traditional Coffee

Cold brew menu penetration 5-yr CAGR trend<sup>(5)</sup>

+31%

FE&I Forecasted Sales Growth<sup>(6)</sup>

+55%

Westrock Coffee's traditional core business has an addressable market of \$37 billion today

\$37B

Total Addressable Market



### **Compelling Customer Value Proposition**

Leading brands choose Westrock Coffee because it is uniquely positioned to meet their needs, while simultaneously driving a new standard for sustainably sourced products



#### **Innovation**

- ✓ 25-person world class innovation team with branded consumer packaged goods and FE&I experience in Consumer Insights, R&D and Engineering.
- Customer-centric approach that begins with specific consumer insights and product design that delivers enhanced profitability across the value chain.



#### **Global Scale**

- We operate 8 key facilities that support our Coffee & Tea and Flavors, Extracts and Ingredients business, with a combined 1M+ square feet of production capacity.
- ✓ We have on the ground operations in 10 countries to support our international growth.



#### **Traceable Technologies**

- Proprietary digital traceable technology.
- Capacity to collect and analyze data points from farmer partners.
- Enables fair payment, location, and community risk identification for farmers.



#### **Comprehensive Product Portfolio**

- Consumer insights, Omni-channel product marketing, and product development resources integrated into the strategic planning process.
- Enables continuous product introductions that build our product portfolio.



# Tenured, Flagship Customers with Global Operations

As the "Brand Behind the Brands" we supply the largest and most recognizable names across the retail, restaurant, convenience store, travel center, non-commercial and CPG channels with your favorite coffee, tea, and extract-based beverages.

- The average tenure for our top 20 customers is 19+ years. (1)
- No customer represents more than 10% of Net Sales.<sup>(2)</sup>

3 of the Top 5
Retailers in the US<sup>(3)</sup>

13 of the of Top 25 QSRs in the US<sup>(4)</sup>

13 of the Top 25 C-Stores in the US<sup>(5)</sup> 3 of the Top 10 Food Distributors in the US<sup>(6)</sup>

5K+ Retail Locations Served<sup>(7)</sup>

55K+ QSR Locations Served<sup>(4)</sup>

13K+ C-Store Locations Served<sup>(5)</sup> 100K+ Customer Locations Served (4) (5)



# Compelling Investment Opportunity: Two Macro Tailwinds Combined with New Retail Entrants & Capacity Shortages

Consumer preferences shifting away from Hot Coffee and the lack of supply capacity are generating a unique opportunity for Westrock Coffee

#### **Shift in Consumer Preferences**

1

Generational Shift from Hot Coffee to Cold Brew/RTD

>30%

Of Millennials Prefer Cold Brew/RTD<sup>(1)</sup>

2

COVID Concerns

Accelerated Shift

from Beverage behavior accelerated the

Counter to Singlegrowth of new categories

Serve (ex. Ghost kitchens, RTD preferences)

#### **Competitive Dynamic**

#### **New Entrants**

Retailers Sprinting to Become Relevant in New Trends

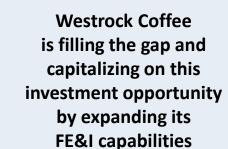
Restaurants, convenience stores, and retailers expanding product portfolios to include cans and bottles.

# **Exponential Demand Growth Exposes Capacity Shortages**

#### No one is filling the gap:

- PE-backed companies often lack liquidity for CapEx required
- · Dairy co-ops are often capital constrained
- Conglomerates often focus on other core competencies





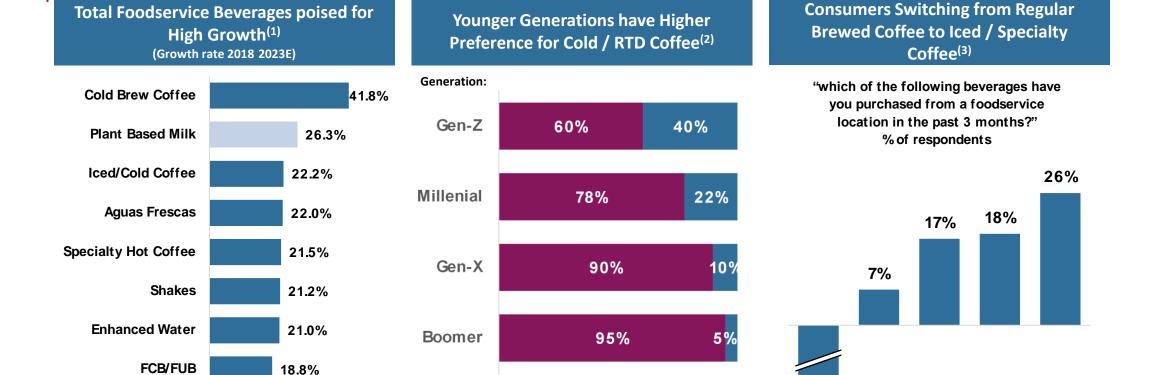




# Flavors, Extracts, and Ingredients Business Poised for Dynamic Growth...

**Silent** 

■ Hot Brewed



97%

Cold / RTD

(28%)

Regular

**Brewed** 

Coffee

Iced

Coffee

Cold

**Brew** 



Addressable

Other Alt. Beverages

**Smoothies** 

17.0%

14.9%

Non-addressable



Specialty Frozen

**Blended** 

Coffee

Drink

Coffee

Mintel Group, Coffee and RTD Coffee US 2021; LightSpeed Consumer Data May 2021.

Mintel Group, Foodservice Coffee and Tea Report US 2021; represents change in respondents % from 2019 to 2021

# ...Due to Disruptive Product Innovation and Industry Shortages

Westrock Coffee's customer value proposition enables the company to develop successful beverage solutions roadmaps, to provide product innovation, and to grow for its customers

#### Product Innovation Process



#### Strategy/Insights

- Identify key white space opportunities
- ✓ Insights-based innovation and sales approach



#### Ideation

- Strategic cross-functional ideation
- Concepting & validation of the product

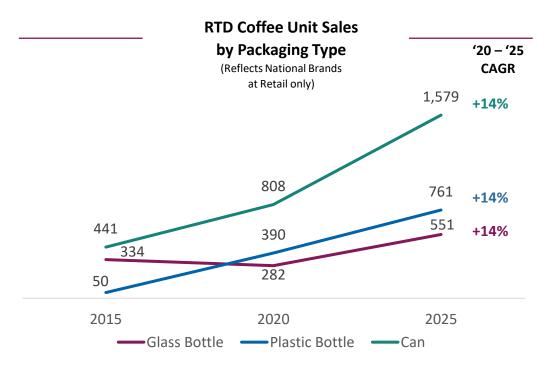
# Commercialization

- Develop brand, price, promotion
- ✓ Source/manufacture product



#### Adoption

- Product implementation
- ✓ Beverage menu strategy deployment



- √ 60% of consumers are more likely to purchase takeout food today vs. pre-COVID-19
- √ 77% of consumers plan to maintain their off-premise food consumption



### New FE&I Facility – Conway, AR

In 2021, we purchased a 524k square foot manufacturing facility with the intent to build out the capacity and capabilities needed to meet our customer demand. The facility is currently in the engineering and design phase, and we are in active discussions with prospective customers related to price, terms, volume and commitments.

#### Potential Capacity After Buildout<sup>(1)</sup>



**800** million Single Serve Cups



10 million Gallons of Juice BIBs



4 million Gallons of Coffee BIBs



140 million Glass Bottles



700 million Cans



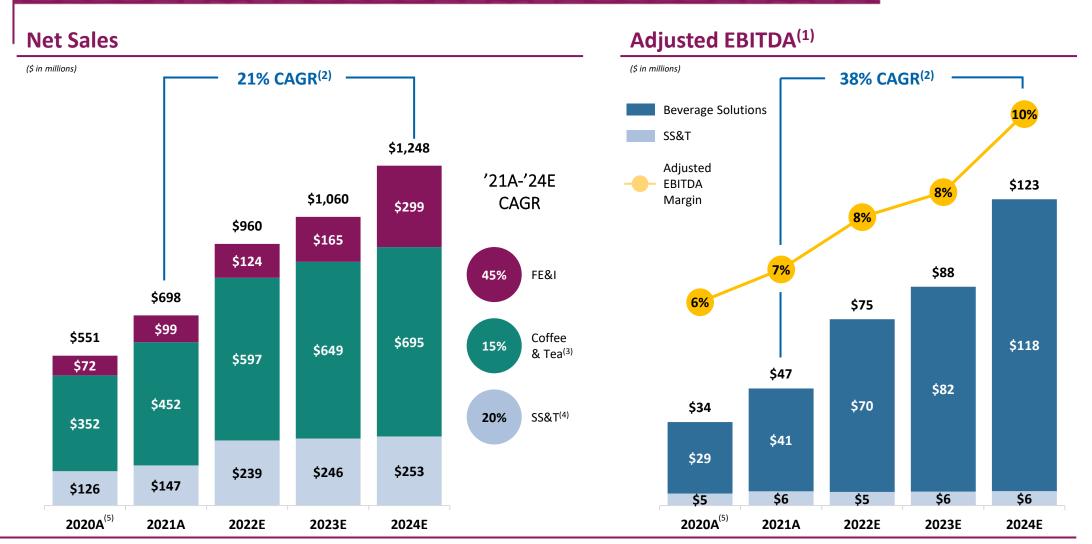
3 million Gallons of Bulk



100 million Pounds of Coffee Roasting



# Strong Financial Profile & Growth Trajectory



See Appendix for Adjusted EBITDA GAAP Reconciliation.



<sup>)</sup> CAGR represents compounded annual growth rate for years 2021A-2024E.

Coffee & Tea includes Allied & Others products.

<sup>)</sup> Excludes intercompany sales

<sup>5)</sup> Westrock Coffee acquired S&D in February 2020. As such, 2020 financials presented include 10 months of S&D financials.

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#### How We Plan to Grow

Expand Our
Product Offering
with Existing and New
Customers

We leverage superior product development and consumer insights to tailor products that meet our customers' expanding needs, providing a full service beverage solution

Our new FE&I facility will allow us to expand our product offering as we develop & manufacture on trend flavor, extract, and ingredient products 2 Expand Our Customer Base

Demonstrated ability to win new customers through insights-driven, product-development-led sales cycle

New Customer Pipeline

100+

\$1.2B+

Targets Sales

Geographic Expansion

Current customers are asking for our international expansion

Accelerated Expansion
Opportunities

EU China MENA Japan Southeast Asia UK Acquisitions Can be Used to Accelerate:

1

2

3

Proven ability to execute and integrate accretive M&A

**Highly Active M&A Pipeline** 

50+

\$5B+

**Targets** 

Sales

Transaction will create clear pathway and clean balance sheet to execute on acquisitions



# **Expand Our Product Offering**

Westrock Coffee has demonstrated its capability to create innovative products for consumers' changing preferences and deliver to its customers in whatever packaging format they need

#### Liquid Coffee & Beverage Concentrates



Tote



Drum



Bag-in-Box (BIB) Retail and Foodservice

**Bottles** Cup Build & **Bulk Batch** 48 oz.-Plastic 13.9 oz.-Glass





Ready to Drink (RTD) 9 oz.-Slim 11 oz.-Slim 15 oz.- "Tall Boy"

#### **Roasted Coffee**

#### Tea

#### **Bulk Whole Bean**



Fractional Retail Bags **Packs** 





Single Serve







Filter **Pack** 



Retail **Pyramid** Tea Bags



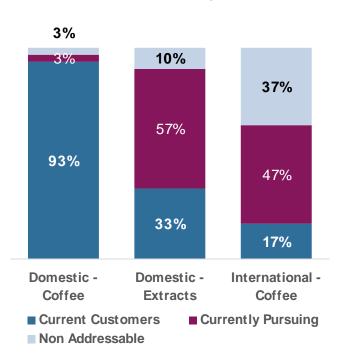
# **Expand Our Customer Base**

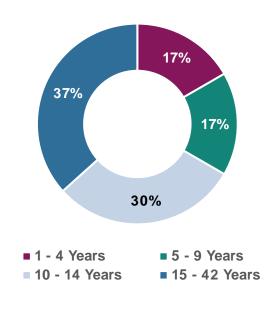
Westrock Coffee is the sole coffee provider to more than 80% of its top 20 customers creating the opportunity to cross-sell FE&I products and to drive customer success<sup>(1)</sup>

Existing customers provide opportunity to cross-sell FE&I products and expand internationally<sup>(2)</sup>



Market participants value Westrock
Coffee's innovation and manufacturing
capabilities







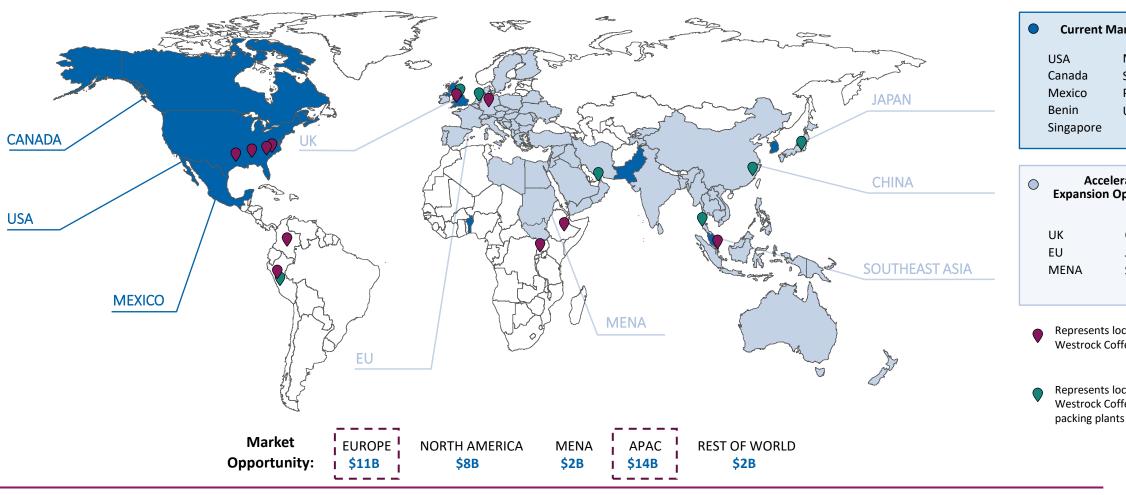


WCC Managemen

<sup>(2)</sup> WCC Management estimates, represent analysis for top 30 customers as of 12/31/2021

# Geographic Expansion

### Global customers are calling for Westrock Coffee's international expansion



#### **Current Markets Served**

Malaysia South Korea Pakistan UK

#### Accelerated **Expansion Opportunity**

China Japan Southeast Asia

- Represents locations where Westrock Coffee has operations
- Represents locations where Westrock Coffee has copacking plants



# M&A | Proven Acquisition Platform

Management has a proven track record of successful M&A execution and integration

#### **Powerful Acquisition Platform**







(2014)



(2020)

+10%

Adjusted EBITDA margin growth YoY in 2021A in the Beverage Solutions segment

# Highly Accretive Acquisitions

Driven by cost discipline, manufacturing efficiencies and ability to integrate new systems

#### Scott Ford: At the Helm of Strategic Growth, Vision, and Success



AT START

0.6 MILLION

Wireless subscribers

\$0.4 BILLION In wireless revenues

\$5.6 BILLION

Market Cap for Alltel Corporation 19%

100+

**Acquisitions** 

Compounded annual return for shareholders

vs. ~9% for S&P 500

29%

20X

customers

Revenue CAGR

Increase in number of

**5X** 

Increase in # of states served

#1

Industry leading Adjusted EBITDA margins **SALE OF COMPANY** 

№ 12.8 MILLION

Wireless subscribers

<sup>™</sup> \$8.8 BILLION

In wireless revenue

**→** \$24.6 BILLION

Market Cap for Alltel Corporation

1996

2007

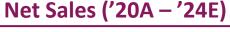


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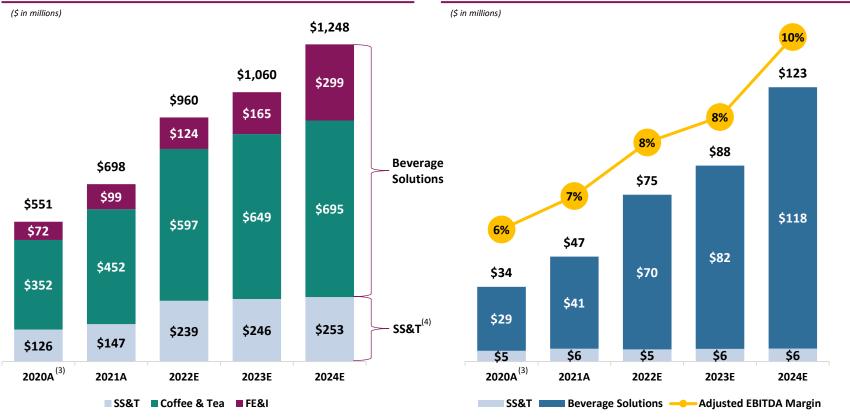


# **Financial Summary**

Single serve cup volumes growth and expansion of FE&I drive long-term Adjusted EBITDA growth and margin expansion







Net of intercompany sales.

#### **Financial Highlights:**

### **Projected Growth Rates** CAGR From '21A - '24E<sup>(2)</sup>

**Net Sales** 

**21%** 

Consolidated

45% **15%**  20%

FE&I

Coffee & Tea

SS&T

#### **Adjusted EBITDA**

38%

Consolidated

42% **Beverage Solutions** 

`````

1% SS&T



See Appendix for Adjusted EBITDA GAAP reconciliation.

Adjusted EBITDA CAGR represents compounded annual growth rate. Adjusted EBITDA Margin calculated as Adjusted EBITDA over Net Sales.

Westrock Coffee acquired S&D in February 2020. As such, 2020 financials presented include 10 months of S&D financials.

# First Quarter 2022 Results

| (\$ in millions)                        | Q1 2021 | Q1 2022 | <b>YoY Growth</b> |
|-----------------------------------------|---------|---------|-------------------|
| Net Sales                               |         |         |                   |
| Beverage Solutions                      | \$127.3 | \$148.4 | 16.6%             |
| Sustainable Sourcing & Traceability (1) | \$28.1  | \$38.1  | 35.6%             |
| Total Net Sales                         | \$155.3 | \$186.4 | 20.0%             |
| Net Loss                                |         |         |                   |
| Consolidated                            | (\$6.1) | (\$4.7) |                   |
| Adjusted EBITDA                         |         |         |                   |
| Beverage Solutions                      | \$8.1   | \$10.4  | 28.2%             |
| Sustainable Sourcing & Traceability     | \$0.2   | \$1.0   | 449.7%            |
| Total Adjusted EBITDA                   | \$8.3   | \$11.4  | 37.1%             |
| Adjusted EBITDA Margin                  |         |         | % Change          |
| Beverage Solutions                      | 6.4%    | 7.0%    | 0.6%              |
| Sustainable Sourcing & Traceability     | 0.6%    | 2.6%    | 1.9%              |
| Total Adjusted EBITDA Margin            | 5.3%    | 6.1%    | 0.8%              |
| Capex                                   |         |         |                   |
| Base Business                           | \$4.2   | \$8.7   |                   |
| FE&I Expansion                          | \$0.0   | \$0.0   |                   |
| Total Capex                             | \$4.2   | \$8.7   |                   |

### **Financial Highlights:**

# **Growth Rates Year Over Year**

**Net Sales** 

20%

Consolidated

**17%** 

36%

**Beverage Solutions** 

SS&T

#### **Adjusted EBITDA**

**37%** 

Consolidated

**28**%

Beverage Solutions

450%

SS&T



# Historical & Projected Financials

| (\$ in millions)                        | 2020A <sup>(2)</sup> | 2021A   | 2022E   | 2023E     | 2024E     |
|-----------------------------------------|----------------------|---------|---------|-----------|-----------|
| Net Sales                               |                      |         |         |           |           |
| Beverage Solutions                      | \$424.9              | \$551.0 | \$721.3 | \$813.8   | \$994.3   |
| Sustainable Sourcing & Traceability (1) | 125.9                | 147.1   | 239.1   | 246.0     | 253.4     |
| Total Net Sales                         | \$550.8              | \$698.1 | \$960.4 | \$1,059.9 | \$1,247.7 |
| Sales Growth                            |                      |         |         |           |           |
| Beverage Solutions                      |                      | 29.7%   | 30.9%   | 12.8%     | 22.2%     |
| Sustainable Sourcing & Traceability     |                      | 16.8%   | 62.5%   | 2.9%      | 3.0%      |
| Total Sales Growth                      |                      | 26.7%   | 37.6%   | 10.4%     | 17.7%     |
| Adjusted EBITDA                         |                      |         |         |           |           |
| Beverage Solutions                      | \$28.8               | \$41.5  | \$69.5  | \$82.5    | \$117.5   |
| Sustainable Sourcing & Traceability     | 4.8                  | 5.7     | 5.5     | 5.6       | 5.8       |
| Total Adjusted EBITDA                   | \$33.6               | \$47.2  | \$75.0  | \$88.1    | \$123.3   |
| Adjusted EBITDA Margin                  |                      |         |         |           |           |
| Beverage Solutions                      | 6.8%                 | 7.5%    | 9.6%    | 10.1%     | 11.8%     |
| Sustainable Sourcing & Traceability     | 3.8%                 | 3.9%    | 2.3%    | 2.3%      | 2.3%      |
| Total Adjusted EBITDA Margin            | 6.1%                 | 6.8%    | 7.8%    | 8.3%      | 9.9%      |
| CapEx                                   |                      |         |         |           |           |
| Base Business                           | \$19.5               | \$15.1  | \$26.0  | \$12.2    | \$13.2    |
| FE&I Expansion                          | 0.0                  | 10.0    | 61.7    | 87.7      | 42.1      |
| Total CapEx                             | \$19.5               | \$25.1  | \$87.7  | \$99.9    | \$55.3    |

Net of intercompany sales.



<sup>(2)</sup> Westrock Coffee acquired S&D in February 2020. As such, 2020 financials presented include 10 months of S&D financials.

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#### **Transaction Overview**

- Riverview has proposed to enter into a business combination with Westrock Coffee, and, together with other investors, has committed to fund a \$250mm common stock pipe at the closing of the transaction.
- Pro forma enterprise value of ~\$1,086mm (14.5x 2022E Adjusted EBITDA). Existing shareholders rollover common equity in Westrock expected to be valued at ~\$371mm and 23.6mm preferred rollover equity in Westrock expected to be valued at ~\$271mm.
- Westrock will enter into a \$350mm fully committed credit facility allowing for ample liquidity and flexibility as the company pursues its strategic and financial objectives.
- The transaction is expected to close in Q3 2022, and it is anticipated that the post-closing company will retain the Westrock name and be listed on the NASDAQ under the ticker symbol WEST.

#### Pro Forma Valuation<sup>(1)</sup>

(\$ in millions, except per share values)

|                                   | Pro Forma   |
|-----------------------------------|-------------|
|                                   | Transaction |
| Share Price                       | \$10.0      |
| Pro Forma Shares Outstanding      | 93.3 (2)    |
| Total Common Equity Value         | \$933.1     |
| Liquidation Preference            | \$11.5      |
| Pro Forma Shares Outstanding      | 23.6 (2)    |
| Total Pref. Equity Value          | \$271.3     |
| Total Equity                      | \$1,204.4   |
| Pro Forma Debt                    | 210.4 (2)   |
| Pro Forma Cash                    | (331.9)(2)  |
| Pro Forma Noncontrolling Interest | 2.6         |
| Pro Forma Enterprise Value        | \$1,085.6   |

#### Sources & Uses(1)

| Sources                          |           |
|----------------------------------|-----------|
| SPAC Cash in Trust               | \$250 (3) |
| PIPE                             | \$250     |
| New \$175M Revolver              | -         |
| New Term Loan A                  | \$175     |
| Equity to Preferred Holders      | 271 (4)   |
| Rollover Common Equity           | 371       |
| Sponsor Promote                  | 63        |
| Noncontrolling Interest Rollover | 3         |
| Total                            | \$1,382   |

| Uses                             |         |
|----------------------------------|---------|
| Cash to B/S                      | \$330   |
| Debt Paydown                     | 311     |
| Equity to Preferred Holders      | 271 (4  |
| Rollover Common Equity           | 371     |
| Sponsor Promote                  | 63      |
| Est. Transaction Fees & Expenses | 34 (5   |
| Noncontrolling Interest Rollover | 3       |
| Total                            | \$1,382 |

#### **Pro Forma Ownership**

#### Riverview Promote



Westrock Common Shareholders

Westrock Preferred Shareholders

<sup>(1)</sup> Gives effect to the election or deemed election or deemed election of existing equityholders of Westrock to roll-over their existing preferred units of Westrock into either common or preferred shares of the post de-SPAC merger Westrock. // (2) Pro forma share count includes 25.0mm Riverview Acquisition Corp. public shares, 6.3mm Riverview Acquisition Corp. founder shares, 12.5mm Riverview Acquisition Corp. private warrants and 7.4mm Riverview Acquisition Cor Pro forma shares exclude the potentially dilutive impact of 1.7mm time-vested options, 1.7mm MOIC options and 0.4mm RSUs which are outstanding, as of 02/28/2022. Pro forma cash and debt figures calculated as of 06/30/2022E, includes \$175mm debt refinancing. // (3) Assumes 0% redemption of public shares. // (4) Represents the value of the Company's preferred stock at its liquidation preference. // (5) The Company will incur additional expenses associated with its debt refinancing and other aspects of the transaction.

# Defining the Opportunity Set

- 1 Mission-driven, scaled specialty manufacturer in the massive and growing coffee, tea, and extracts market
- Innovative, value-added beverage solutions provider for global blue-chip customer base
- High growth platform (28% Adjusted EBITDA CAGR)(1) led by a world-class management team
- Projected highly profitable business with diverse revenue mix

#### Value-Added Coffee & Tea













- ✓ Coffee & tea providers with value-added capabilities
- ✓ Product portfolio tailored to meet consumer trends & preferences
- ✓ Scaled players with global reach
- ✓ Strong customer following & engagement

#### **Food & Beverage Ingredients**











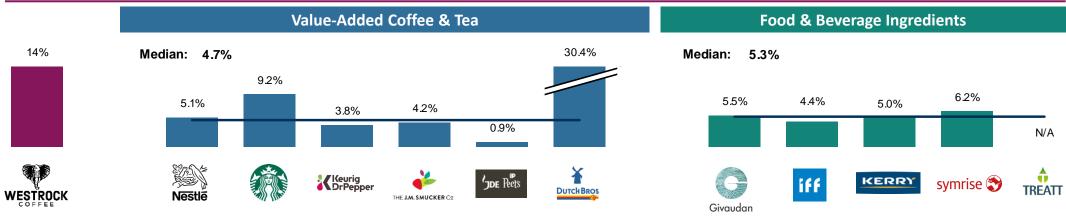


- ✓ Integrated specialty manufacturers of value-added ingredients
- ✓ Diversified revenue mix
- ✓ Blue-chip customer base
- ✓ Unique positioning in an attractive, high growth industry

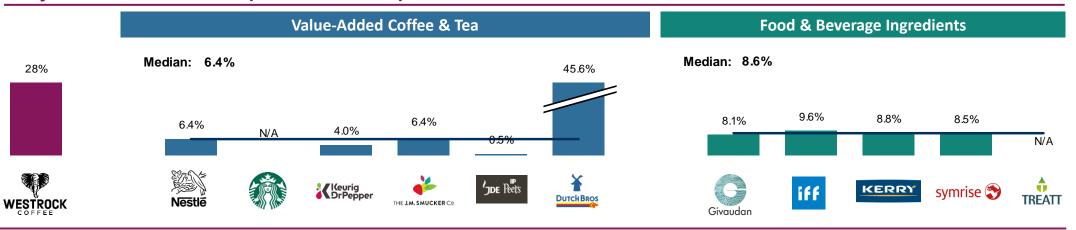


# Growth Benchmarking

#### **Revenue CAGR (2022E – 2024E)**



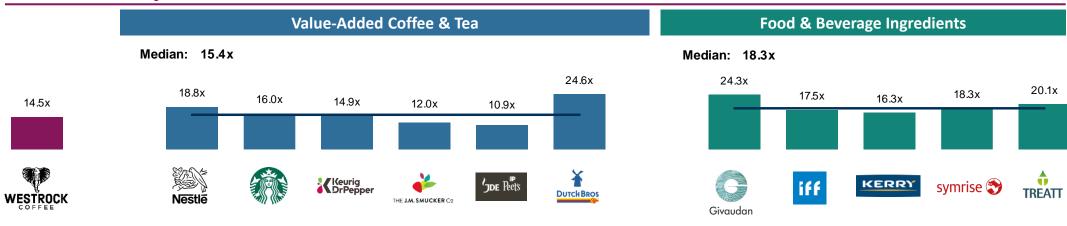
#### Adjusted EBITDA CAGR (2022E - 2024E)



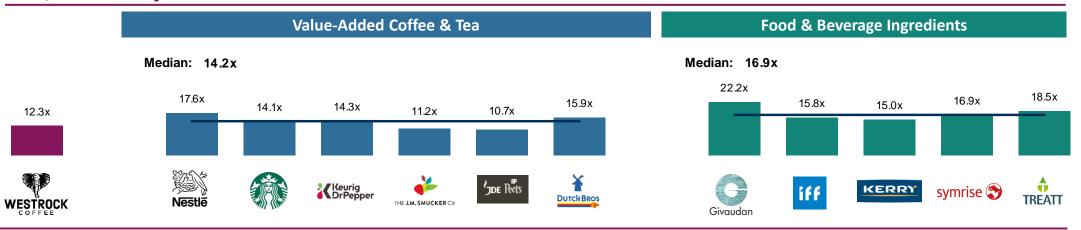


# Valuation Benchmarking

#### **EV / 2022E Adjusted EBITDA**



#### EV / 2023E Adjusted EBITDA





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# THE OPPORTUNITY TO ACCELERATE THE COMPANY'S GROWTH IS NOW

Today, Westrock Coffee is uniquely positioned to sustainably meet global blue-chip company coffee, tea, and extract demand, while improving the lives of farmers around the world.

Now is the company's opportunity to scale its business and amplify its economic, social, and environmental impact.



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### **Financial Model Assumptions**

#### **Financial Projections**

- Included in this presentation are the Company's estimates of its financial performance for fiscal years 2022 through 2024 (the "Financial Projections"), based on information known as of the date of this presentation. These projections were prepared by the Company's management as a part of its long-range planning process, and to provide current and potential investors the Company's expectations of projected financial performance for their use in evaluating the transaction described in this presentation.
- The underlying assumptions on which the Financial Projections are based require significant judgment. As a result, there can be no assurance that the Financial Projections will be an accurate prediction of future results. Key estimates and assumptions underlying the Financial Projections include:
  - o Sales Growth Rates Coffee & Tea and FE&I growth rates are based on the Company's pre-COVID (2019 and prior) and 2021 historical growth rates, adjusted for other variables, such as expectations regarding new product offerings, new customer wins, and changes in existing customer demand. The Company's fiscal year 2022 forecast reflects the Company's expectations about (i) sales growth, organically and via continued COVID abatement, (ii) new customer wins; (iii) improvements in customer contract terms, and (iv) operational and production efficiencies.
  - o Operational and Manufacturing Efficiencies The Company expects increased profitability through the continued scaling of its operational and manufacturing cost structure over increased volumes and its ability to purchase higher volumes of materials at lower unit costs.
  - o Impacts of New FE&I Facility During 2021 the Company purchased a 524,000 square foot facility that it intends to build out based on customer demand. The Financial Projections reflect management's estimates of the potential capacity, packaging formats and timing of bringing the facility on-line. Currently, management expects the facility to be revenue generating in late 2023, with production ramping during 2024.
- The Company believes that its operating history provides a reasonable basis of the estimates and assumptions underlying the Financial Projections. Changes in these estimates or assumptions, including assumptions regarding the timing of COVID abating, expectations regarding new product offerings, new customer wins and/or changes in the design, capacity or customer demand for our new FE&I facility could materially affect our Financial Projections.
- As of the date of this presentation, the Financial Projections contained herein continue to represent management's expectations regarding the Company's expected future financial performance.



# Non-GAAP Reconciliation

# Adjusted EBITDA Reconciliation<sup>(1)(2)</sup>

| (\$ in millions)                                   |                      |          | Consolidated | ı      |         |                      | Bev      | erage Solution | ons    |         |                      |       | SS&T  |       |       |
|----------------------------------------------------|----------------------|----------|--------------|--------|---------|----------------------|----------|----------------|--------|---------|----------------------|-------|-------|-------|-------|
|                                                    | 2020A <sup>(3)</sup> | 2021A    | 2022E        | 2023E  | 2024E   | 2020A <sup>(3)</sup> | 2021A    | 2022E          | 2023E  | 2024E   | 2020A <sup>(3)</sup> | 2021A | 2022E | 2023E | 2024E |
| Net Income / (Loss)                                | (\$128.9)            | (\$21.3) | \$23.8       | \$34.8 | \$56.9  | (\$129.4)            | (\$24.4) | \$22.3         | \$33.1 | \$55.2  | \$0.5                | \$3.1 | \$1.5 | \$1.7 | \$1.8 |
| Interest Expense                                   | 25.2                 | 32.5     | 19.1         | 8.0    | 7.7     | 22.1                 | 29.6     | 16.7           | 5.8    | 5.5     | 3.2                  | 2.9   | 2.4   | 2.2   | 2.2   |
| Income Tax (Benefit) / Expense                     | (17.5)               | (3.4)    | 0.8          | 12.5   | 20.2    | (18.1)               | (5.3)    | _              | 11.6   | 19.4    | 0.6                  | 2.0   | 0.8   | 0.8   | 0.9   |
| D&A                                                | 23.8                 | 25.5     | 25.8         | 32.8   | 38.5    | 23.0                 | 24.9     | 25.0           | 31.9   | 37.5    | 0.8                  | 0.6   | 0.8   | 0.9   | 1.0   |
| EBITDA                                             | (\$97.3)             | \$33.4   | \$69.5       | \$88.1 | \$123.3 | (\$102.4)            | \$24.8   | \$64.1         | \$82.5 | \$117.5 | \$5.0                | \$8.6 | \$5.5 | \$5.6 | \$5.8 |
|                                                    |                      |          |              |        |         |                      |          |                |        |         |                      |       |       |       |       |
| Acquistion, Restructuring + Integration Expenses   | \$27.7               | \$15.2   | \$4.3        | -      | -       | \$27.7               | \$14.5   | \$4.3          | -      | -       | -                    | \$0.7 | _     | _     | -     |
| Equity Based Compensation                          | 1.6                  | 1.2      | -            | -      | -       | 1.6                  | 1.2      | -              | -      | -       | -                    | 0.0   | -     | -     | -     |
| Impairment Charges                                 | 82.1                 | -        | -            | _      | -       | 82.1                 | -        | -              | -      | -       | -                    | -     | -     | -     | -     |
| Inventory Write-Downs + Losses on Disposal of PP&E | 13.2                 | 0.2      | _            | -      | -       | 13.2                 | 0.2      | _              | -      | -       | -                    | (0.0) | _     | _     | _     |
| Mark-to-Market Adjustments                         | (0.2)                | (3.6)    | _            | _      | -       | -                    | -        | _              | -      | _       | (0.2)                | (3.6) | _     | _     | _     |
| Other                                              | 6.7                  | 0.7      | 1.2          | -      | _       | 6.7                  | 0.7      | 1.2            | -      | _       | _                    | -     | -     | -     | -     |
| Adjusted EBITDA                                    | \$33.6               | \$47.2   | \$75.0       | \$88.1 | \$123.3 | \$28.8               | \$41.5   | \$69.5         | \$82.5 | \$117.5 | \$4.8                | \$5.7 | \$5.5 | \$5.6 | \$5.8 |



<sup>(1)</sup> See Non-GAAP Financial Measures on slide 46 in the Appendix.

<sup>(2)</sup> Amounts may not foot due to rounding. Figures based on Company's Credit Agreement methodology.

Westrock Coffee acquired S&D in February 2020. As such, 2020 financials presented include 10 months of S&D financials.

# Non-GAAP Reconciliation – First Quarter Results

### **Adjusted EBITDA Reconciliation**(1)(2)

(\$ in millions)

|                                                   | Consolidated |         | Beverage S | Solutions | SS&T  |       |  |
|---------------------------------------------------|--------------|---------|------------|-----------|-------|-------|--|
|                                                   | 1Q 22        | 1Q 21   | 1Q 22      | 1Q 21     | 1Q 22 | 1Q 21 |  |
| Net Income/(Loss)                                 | (\$4.7)      | (\$6.1) | (\$5.2)    | (\$7.1)   | \$0.5 | \$1.0 |  |
| Interest Expense                                  | 8.0          | 7.4     | 7.3        | 6.8       | 0.7   | 0.6   |  |
| Income Tax (Benefit)/Expense                      | (1.6)        | (0.9)   | (2.0)      | (1.4)     | 0.4   | 0.4   |  |
| D&A                                               | 6.0          | 6.2     | 5.9        | 6.1       | 0.2   | 0.1   |  |
| EBITDA                                            | \$7.8        | \$6.6   | \$6.0      | \$4.5     | \$1.8 | \$2.1 |  |
| Acquistion, Restructuring + Integration Expenses  | \$3.8        | \$2.6   | \$3.8      | \$2.6     | _     | \$0.0 |  |
| Equity Based Compensation                         | 0.2          | 0.3     | 0.2        | 0.3       | _     | _     |  |
| Impairment Charges                                | _            | _       | _          | _         | _     | _     |  |
| Inventory Write-Downs + Losse on Disposal of PP&E | _            | _       | _          | _         | _     | _     |  |
| Mark-to-Market Adjustments                        | (1.1)        | (2.0)   | _          | _         | (1.1) | (2.0) |  |
| Other                                             | 0.8          | 0.8     | 0.4        | 0.8       | 0.3   |       |  |
| Adjusted EBITDA                                   | \$11.4       | \$8.3   | \$10.4     | \$8.1     | \$1.0 | \$0.2 |  |



<sup>(1)</sup> See Non-GAAP Financial Measures on slide 46 in the Appendix.

<sup>(2)</sup> Amounts may not foot due to rounding. Figures based on Company's Credit Agreement methodology.

#### Non-GAAP Financial Measures

#### **Description of Financial Measures**

We refer to EBITDA in our analysis of our results of operations, which are not required by, or presented in accordance with, accounting principles generally accepted in the United States ("GAAP"). While we believe that net (loss) income, as defined by GAAP, is the most appropriate earnings measure, we also believe that EBITDA and Adjusted EBITDA are important non-GAAP supplemental measures of operating performance as they contribute to a meaningful evaluation of the Company's future operating performance and comparisons to the Company's past operating performance. Additionally, we use these non-GAAP financial measures in evaluating the performance of our segments, to make operational and financial decisions and in our budgeting and planning process. The Company believes that providing these non-GAAP financial measures to investors helps investors evaluate the Company's operating performance, profitability and business trends in a way that is consistent with how management evaluates such performance.

We define EBITDA as net (loss) income, as defined by GAAP, before interest expense, provision for income taxes and depreciation and amortization. We define Adjusted EBITDA as EBITDA before equity-based compensation expense and the impact, which may reoccur, of acquisition, restructuring and integration related costs, including management services and consulting agreements entered into in connection with the acquisition of S&D, impairment charges, non-cash mark-to-market adjustments, certain costs specifically excluded from the calculation of EBITDA under our material debt agreements, the write off of unamortized deferred financing costs, costs incurred as a result of the early repayment of debt, gains or losses on dispositions, and other similar or infrequent items (although we may not have had such charges in the periods presented). We believe EBITDA and Adjusted EBITDA are important supplemental measures to net income (loss) because they provide additional information to evaluate our operating performance on an unleveraged basis. In addition, Adjusted EBITDA is calculated similar to defined terms in our material debt agreements used to determine compliance with specific financial covenants.

Since EBITDA and Adjusted EBITDA are not measures calculated in accordance with GAAP, they should be viewed in addition to, and not be considered as alternatives for, net income (loss) determined in accordance with GAAP. Further, our computations of EBITDA and Adjusted EBITDA may not be comparable to that reported by other companies that define EBITDA and Adjusted EBITDA differently than we do.

