

## Oaklins - Your M&A advisor in the food and beverage industry

- Oaklins for many years has been a trusted M&A advisory (for both company acquisitions and sales) for companies in the food industry
- Execution of over 350 M&A transactions in the food industry worldwide
- Excellent relations with key players in the industry
- Global reach through locations in more than 40 countries leads to the best possible results for our clients
- Personal support throughout the entire process

As one of the leading M&A advisory firms in Austria and as part of the TJP Group, Oaklins Austria has successfully advised on more than 80 national and cross-border transactions since its foundation in 2010. Through the merger with Oaklins International, the world's most experienced M&A advisory firm in the mid-market segment, we are now able to offer our clients global advisory expertise in 43 countries with now more than 800 M&A experts working internationally in specialized industry teams.

In addition to pure corporate finance projects, Oaklins Austria also offers consulting services in auditing and tax consulting as well as in the areas of restructuring, strategy and organizational consulting, forensics and human resources.

## Oaklins





has acquired



M&A BUY-SIDE

Food & Beverage

vspt.wine.group

Chile. San Pedro, Tarapacá. Leyda, Santa Helena. Misiones de Re Vinamer, Casa Rivas, Americos, La Cella, Temari

has sold a 12.5% stake to



US\$65m M&A SELL-SIDE

Agriculture/Food & Beverage

17 5 8
ESTERHÁZY

has completed a valuation as base for strategic decisions

VALUATION

Food & Beverage

#### Agrícola Victoria

has completed a syndicated loan for the agri division owned by Almonacid

**RESTRUCTURING** 

Agriculture

Wallys

has been acquired by

Maurice and Paul Marciano

M&A SELL-SIDE

Food & Beverage



has sold

naked

to



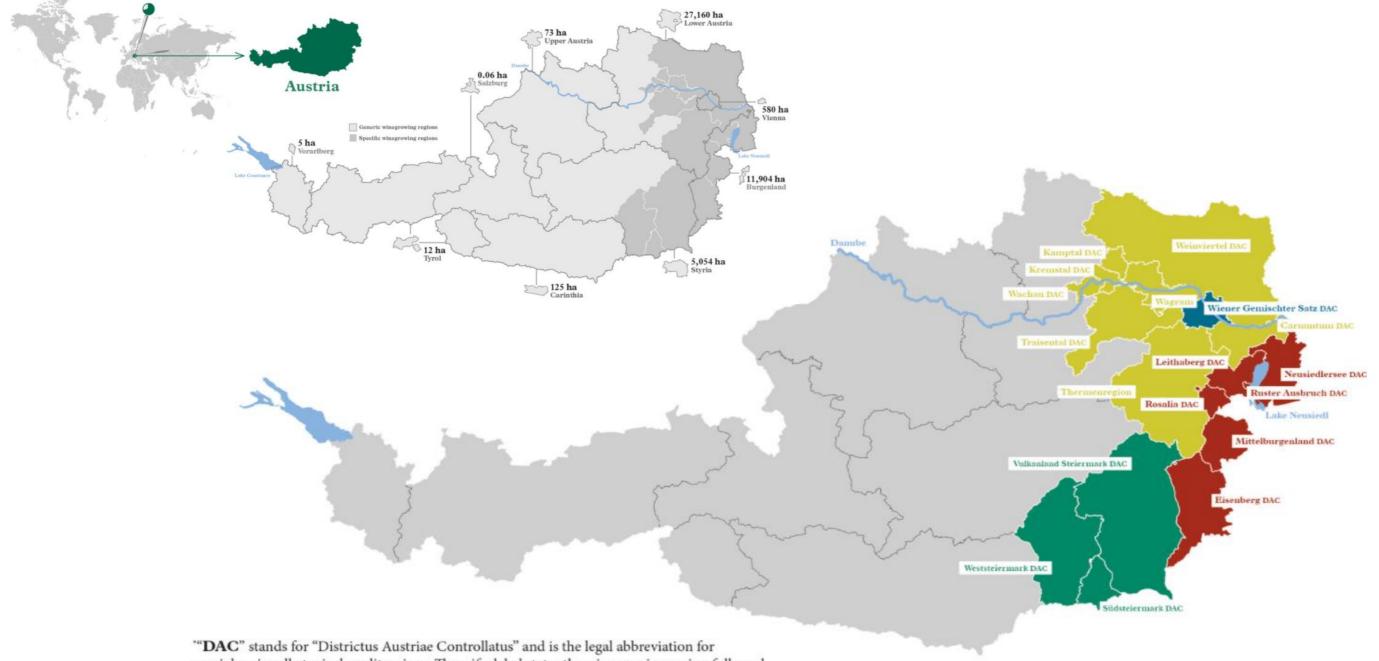
M&A SELL-SIDE

Consumer & Retail/Food & Beverage/TMT

## **AUSTRIAN WINEGROWING REGIONS**

AND THEIR PROTECTED DESIGNATIONS OF ORIGIN FOR REGIONALLY TYPICAL WINE (DAC)





"DAC" stands for "Districtus Austriae Controllatus" and is the legal abbreviation for special regionally typical quality wines. Thus, if a label states the winegrowing region followed by the letter combination DAC (e.g. "Kamptal DAC") we are talking about a regionally typical quality wine.

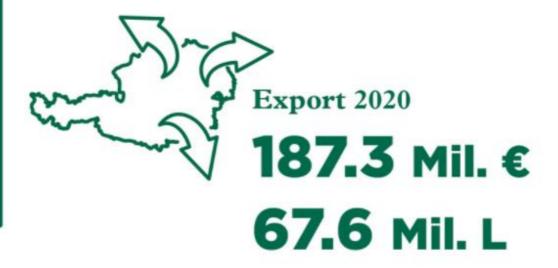
~4,000 Bottlers > 5,0001

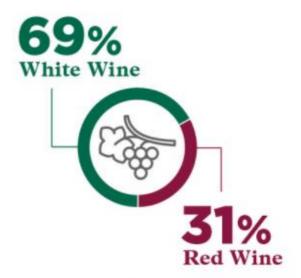


14.7% SUSTAINABLE AUSTRIA
Certified sustainable farming



**2.4** Mio. hl Harvest 2020





Top grape varieties (vineyard area)

**32.5**% Grüner Veltliner

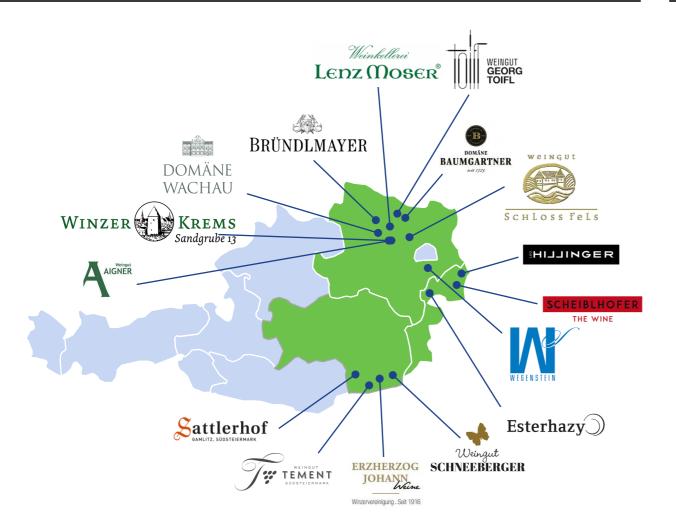
6.6% Welschriesling

13.9% Zweigelt

5.9% Blaufränkisch

## The largest wine producers in Austria

Selected players (producers, distributors) in the Austrian wine industry





## The biggest wine bottlers in the Austrian wine industry





Producer

Distributor



Name Headquarters Management Weinkellerei Lenz Moser AG Rohrendorf bei Krems Walter Holzner / Andreas Pirschl Owner Revenue <sub>2020</sub> EBITDA <sub>2020</sub> VOG AG, Linz (Traun) 40 mEUR 3,3 mEUR

#### **SELECTED BRANDS**

























- Largest producer of Austrian
   Wine: 17 Mio. bottles/year (2020)
- Market leader terms of sales
   quantity with 6.3% market share
   (2020)
- 74 ha own area under cultivation+ 1200 ha from contractors
- 25% export quota



Producer

Distributor



Name Headquarters Management Wegenstein Gesellschaft m.b.H. Wiener Neudorf Michael Sorre / Herbert Toifl Owner Revenue <sub>2020</sub> BILLA AG / Wiener Neudorf 28,62 mEUR

#### **SELECTED BRANDS**









#### **KEY FACTS**

- Second largest producer of Austrian Wine: 12 Mio.
   bottles/year (2020)
- Fully owned by BILLA AG (part of the REWE group)
- Second largest brand share in
   Austrian market at 3.4% (2020)
- Austria's first sustainable wines

Wine



Producer

Distributor



Name Headquarters Management Schlumberger Wein- und Sektkellerei AG Wien

Dr. Arno Lippert / Herbert Jagersberger

Owner Revenue <sub>2020</sub> MBev Holding AG, CH 165,9 mEUR

#### **SELECTED BRANDS**

Sparkling Wine











Wine









Spirits









Nonalcoholic











- Market leader in the sparkling wine ("Sekt") segment (2020)
- Third highest sales in wine distribution (2020)



Producer

Distributor



Name Headquarters Management Weinvertrieb Ing. W. Baumgartner Gesellschaft m.b.H. & Co KG

Unter-Markersdorf

Ing. Wieland Baumgartner

Owner

Ing. Wolfgang Baumgartner

#### **SELECTED BRANDS**





- Family business of the
   Baumgartner family
- One of the largest wineries in
   Austria: 195 ha
- Tank volume of about 15 million
   liters grapes
- Continued strong focus on exports



Distributor



Name Headquarters

MORANDELL INTERNATIONAL GMBH Woergl

Christoph Morandell / Mario Morandell

Owner Revenue 2020 EBITDA <sub>2020</sub>

MCS / CHM / P. Morandell 76 mEUR 5,82 mEUR

#### **SELECTED BRANDS**

Sparkling Wine

Wine

Beer









Hennessy



















HENKELL & CO.







TRUMER

BRÜNDLMAYER



- One of the leading distributors of wine in Austria
- Range includes over 3.100 domestic and 1.200 international wines
- Portfolio offers over 1.000 beer brands and 1.900 branded spirits
- Own their own winery called "Privatkellerei Morandell"







HOCHRIEGL

IENZ MOSER





## **Selected players in the Austrian wine industry**

Distributor



Name Headquarters Management

Del Fabro & Kolarik GmbH Wien

Franz del Fabro / Gerfried Kusatz

Owner Revenue 2020 EBITDA <sub>2020</sub>

Ottakringer Getränke AG (61,8%) 39,5 mEUR -1,7 mEUR

#### **SELECTED BRANDS**

Sparkling Wine

Wine















































- Large distributer to bars and gastronomy
- Del Fabro offers more than 8.000 bevarages
- Formed through a merger of the family companies Del Fabro (25.3%) and Kolarik & Leeb (12,9%)



Producer

Distributor

WEIN & CO

Name Headquarters Management Wein & Co Handelsgesellschaft m.b.H. Voesendorf Wilhelm Klinger Owner Revenue <sub>2020</sub> EBITDA <sub>2020</sub> Hawesko Holding AG 40,2 mEUR (0,2 mEUR)

#### **SELECTED BRANDS**

Sparkling Wine



















Spirits

Wine

























- Austria's most popular wine distributor
- Focus on fine-wine concept and premium products
- Operates 21 stores in Austria, 7
   of those include a bar
- Hawesco acquired Wein & Co in
   2018 for around EUR 10 Mio.



## **Exemplary parker scores\* of selected Austrian wines**

Producer	Vintage	Wine	RP
PRAGER	2018	Grüner Veltliner Smaragd Wachstum Bodenstein	98
WEINGUT BRÜNDLMAYER LANGENLOIS - OSTERREICH	2018	Bründlmayer Riesling Zöbinger Ried Heiligenstein Alte Reben 1ÖTW	97+
ES. FOCUS O THE OUTSIAN LATERA,  ESSE-MANISSICE, MANISSICE AND MELTIN PRINTS OF THE GROUND.  ROSANT TRANSES, N., THE WINN ADVOCATE.	2018	F X Pichler Grüner Veltliner Unendlich	(96-98)+
WEINGUT RUDI PICHLER	2018	Rudi Pichler Ried Achleithen Grüner Veltliner Trockenbeerenauslese	97+
WEINGUT TEMENT SÜDSTEIERMARK	2015	Sauvignon Blanc Ried Zieregg IZ	94

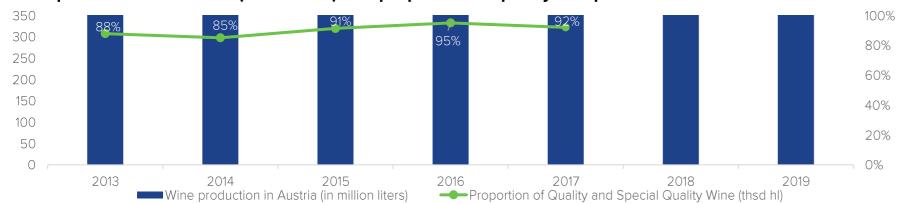


- The best performing wines come
   from small wineries
- Large players' product portfolios typically are comprised by affordable to medium-priced wines with mid- to lower range parker ratings

### **Key indicators of Austrian wine-growing regions (2019)**

Region	Area under cultivation (hectares)	Output (Mio liters)	White wine	Red and rosé wine
Burgenland	5,781	57	45%	55%
Lake Neusiedl	3,980	35	52%	48%
Leithaberg	1,429	11	58%	42%
Mittelburgenland	176	10	7%	93%
Eisenberg	196	2	30%	70%
Lower Austria	21,728	149	78%	22%
Thermenregion	1,025	7	55%	45%
Kremstal	2,219	13	82%	18%
Kamptal	3,196	18	81%	19%
Wagram	2,172	14	79%	21%
Traisental	718	4	84%	16%
Carnuntum	410	4	48%	52%
Wachau	1,264	7	93%	7%
Weinviertel	10,701	82	78%	22%
Other	22	0	84%	16%
Styria	3,893	24	78%	22%
Southern Styria	2,144	12	86%	14%
Western Styria	, 195	3	35%	65%
Vulkanland Steiermark	1,554	9	82%	18%
Austria	32,020	232	70%	30%

## Wine production over time (2013-2019) and proportion of quality and premium wines\*

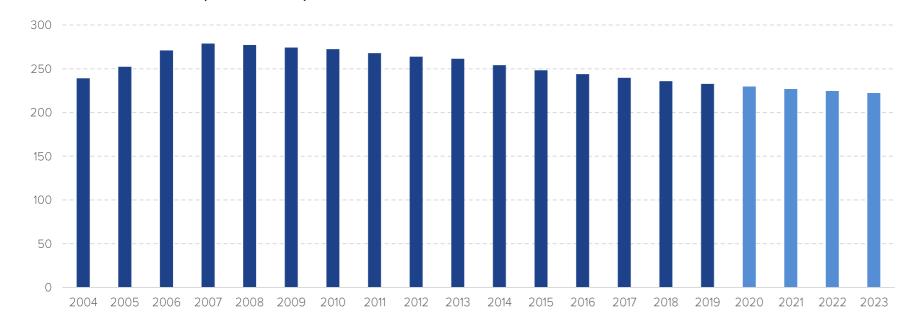


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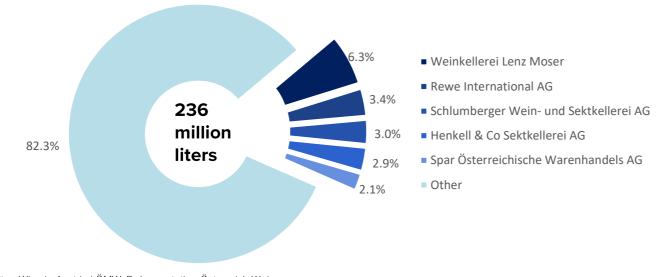
### **Market structure of Austrian wine production**

- Wine production takes place almost exclusively in the three winegrowing of Burgenland, Lower Austria and Styria in the eastern part of the country
- Cultivation of vineyards by around 13,500 businesses (30% decrease compared to 2009)
- Highly fragmented market; less than 13% of total market share is covered by the three largest producers:
  - 1. Weinkellerei Lenz Moser AG
  - 2. Wegenstein (REWE Group)
  - 3. Schloß Fels (Spar Group)
- Decline in the number of vineyards for more than three decades, especially the number of small farms (< 1 ha) is declining rapidly</li>

#### Wine sales over time (2004-2023) in million liters



#### Market shares in the Austrian wine market (2018)

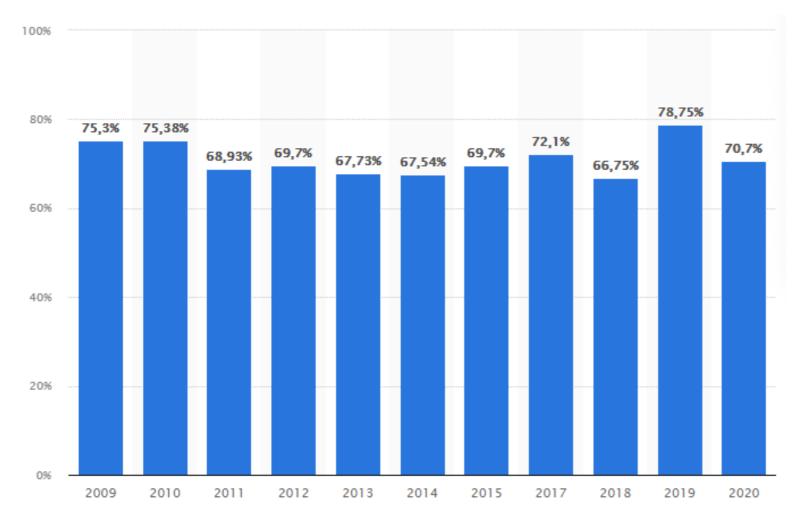


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## Market structure of Austrian wine distribution

- While sales volumes are steadily declining, the price increases are allowing sales to continue to grow
- In the sparkling wine segment, sparkling wine sales have recently declined significantly due to the luxury tax introduced in 2014; frizzante and wine-based ready-todrink products remain unaffected by the tax, increasing the sales potential in these categories
- Around 20% of wine sales are made directly by winegrowers through yard sales and in yard shops, promoting further fragmentation of the market as customers value authenticity and regionality

## Market share of domestic wines in consumption in Austria from 2009 to 2020



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## **Market structure of Austrian wine consumption**

- In 2020, around 61.8 million liters of Austrian wine were consumed at home in Austria (+17 percent compared to 2019).
- This corresponds to a share of just under 70.7 percent of total consumption
- In 2019/20, an average of around 26 liters of wine per capita were consumed in Austria; on a long-term average, wine consumption has been declining for several years
- The slight decline in the wine market is also reflected in the development of overall consumption: At around 2.35 million hectoliters per year, wine consumption in Austria fell again compared to the previous year

## High transaction activity level in your industry

Date	Target	Country	Description	Buyer	Country
October 2021	Chateau Michel	lle 🕕	Chateau Ste. Michelle wine estate has been sold in July to private-equity firm Sycamore Partners for \$1.2 billion	SYCAMORE PARTNERS	
September 2021	EQUITY WINE GROUP		Diamond Estates Wines and Spirits acquires Equity Wine Group, a company that engages in the manufacturing and distribution of wine, craft beer, cider, and spirits	WINES & SPIRITS LTD.	
August 2021	PARE COPPI	FORD	Delicato Family Wines acquisition of Francis Ford Coppola and Virginia Dare wineries, a deal estimated to be between \$500 million and \$1 billion.	DFV WINES FAMILY FARMED SINCE 1924	
June 2021	VWE		Bespoke Capital Acquisition corp acquired Vintage Wine Estates in a USD 600m merger in June 2021	BCAC	
April 2021	CHÂTEAU BEAUSÉJOUR HERITIERS DUFFAU-LAGARROSSE		Château Beauséjour, a vineyard in the St-Émilion region, sold for €11 million (\$12.8 million) per hectare in April in a Leveraged Buy Out to Joséphine Dufau-Lagarosse und Prisca Courtin-Clarins.	PRIVATE	
March 2021	DUCKHORN	N. •	Duckhorn portfolio raised USD 300m in an IPO in March 2021.	PUBLIC	

January 2019





E. & J. Gallo Winery's \$880 million purchase of lower priced wines from Constellation Brands





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## **Key findings from an M&A perspective**

- In the COVID-19 aftermath, deal making surged in the wine industry as acreage prices are expected to rise due to increased investor demand.
- Increased interest has also been demonstrated by the first SPAC, Bespoke Capital Acquisition Corp, entering the market with the goal to acquire wine makers.
- In the first half of 2021, spending on wine-related M&A was up to USD 8.1bn compared to 1.8bn the previous year.
- Transactions oftentimes strengthen companies in the domestic market
- While transactions have primarily taken place between US entites, cross boarder transactions are expected to pick up after travel bans are lifted over time

M&A transactions also take place in related areas, such as

- Vineyard managers / trustees
- Premium packaging manufacturer for wines

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## **Comparable listed companies\* - Wineries**

				2020	2020	2020
	Company Name	Land	Market Cap	EV/Sales	EV/EBITDA	EV/EBIT
Santa Piita E	Sociedad Anónima Viña Santa Rita	CL CL	148,978.39	1.4×	12.4x	17.1x
医音 SS等 CHANGYU sncs sass	Yantai Changyu Pioneer Wine Company Limited	O CN	20,990.93	4.5x	18.0x	26.6x
TREASURY WINE ESTATES	Treasury Wine Estates Limited	AU	8,356.31	3.5x	14.9x	19.6x
CRIMSON WINE GROUP	Crimson Wine Group, Ltd.	US	200.92	2.7x	NM	NM
VSPT   WINE GROUP	Viña San Pedro Tarapacá S.A.	CL	253,807.57	1.2x	7.0x	9.7x
DELEGAT	Delegat Group Limited	NZ	1,456.27	5.9x	15.3x	19.0x
AL SERVE BOX SON SERVE (180)	Australian Vintage Ltd	AU	212.35	1 1~	6.9x	10.3x
ADVINI	AdVini S.A.		76.32	1.0x	19.8x	64.7x
WILLAMETTE VALLE VINEYARDS	Willamette Valley Vineyards, Inc.	<b>U</b> S	81.90	3.6x	15.5x	23.0x
CONCHAY TORO	Viña Concha y Toro S.A.	CL CL	883,708.08	1.5x	7.4×	9.1x
MASI <sup>®</sup>	Masi Agricola S.p.A.	O IT	97.74	2.0x	15.2x	31.9x
LANSON-ECC	Lanson-BCC	FR	202.32	2.9x	23.0x	29.9x
Schloss	Laurent-Perrier S.A.	FR	571.95	4.4x	18.0x	20.9x
Schloss Wachenheim AG To Dome of Standing	Schloss Wachenheim AG	DE	154.44	0.7x	6.4x	10.4x
VRANKEN POMMERY	Vranken-Pommery Monopole Société Anonyme	FR	159.83	3.2x	22.7x	36.8x
iwв	Italian Wine Brands S.p.A.	IT IT	316.54	1.6v	13.0x	15.8x
Constellation Brands	Constellation Brands, Inc.	US	41,212.39	E Qv	17.3x	22.0x
HAWESKO HOLDING AG	Hawesko Holding AG	DE	519.24	1 ∩∨	8.0x	10.5x
ANDREW PELLER	Andrew Peller Limited	CA	391.65	15~	11.3x	17.4x
Minimum				1.39x	11.08x	15.24x
Median				2.67x	13.67x	18.34x
Maximum				3.52x	15.69x	21.34x

## Key findings from an M&A perspective

- While we have seen a dip in valuation across industries, wine manufacturers could quickly recover, now reaching an average valuation of almost 14x EBITDA.
- Current valuations are close to year long maximum valuations of 14x EBITDA which have been achieved in early 2018.
- While valuations are on the rise and the number of deals is quickly picking up after a covid related stand-still, today might be the right moment for many producers looking to divest their assets.

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<sup>\*</sup>EV = Enterprise Value; NM = Not meaningful; The financial ratios are based on the last twelve months (LTM); Exchange rate from 08.11.2019; Source: Capital IQ, retrieved: 08.11.2021

#### Conclusion

#### Austrian market structure

- Market remains fragmented
- Major producers owned by large supermarket chains
- Potential for mergers or acquisitions among wineries

#### International developments

- Global growth markets as an opportunity
- International sales structures are gaining in importance
- Higher willingness to pay of foreign customers
- Quality as an essential characteristic

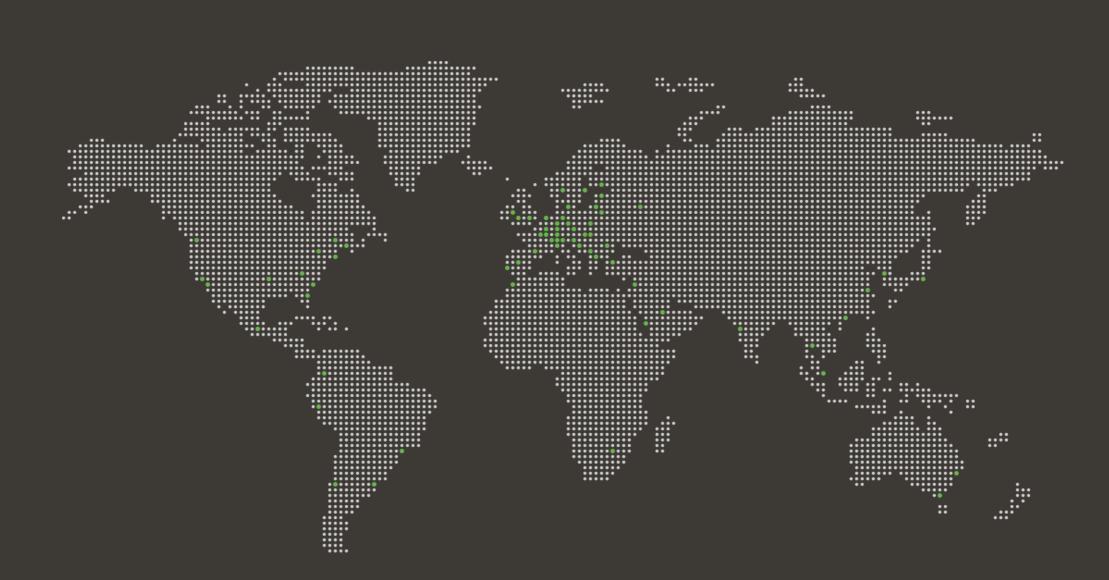
#### Transactions

- High transaction activity levels
- Trends
  - Consolidation within the market
  - Market entry of companies from related beverage industries

#### Valuation

 Pure wineries/producers show higher valuation multiples than general companies in the wine industry with valuations at year long highs





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Industry experts globally

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