

PHONE: 707/433 8122

WWW.INTLWINE.COM

MERGERS & ACQUISITIONS

POST OFFICE BOX 1330, 625 HEALDSBURG AVENUE HEALDSBURG, CALIFORNIA 95448, U.S.A

ROBERT M. NICHOLSON JOSH GRACE SALLY NICHOLSON, BROKER Telephone: (707) 433-8122 Facsimile: (707) 433-7519 E-Mail: IWA@intlwine.com http://www.intlwine.com

Company Profile: incorporated in 1990 and headquartered in California, with companies in Oregon and Washington, **INTERNATIONAL WINE ASSOCIATES** is the leader in wine industry mergers and acquisitions with over \$2.5 billion in transactions completed since 1990. In exclusive-sell-side mandates **IWA** provides hands-on transaction advisory services to the leaders of wine and spirits industry clients on a worldwide basis. Over the years IWA has completed transactions for some of the most celebrated names in the global business and has represented numerous family-owned and independent companies, most of the leading multinational companies and a number of banks. **IWA** is recognized for consistently delivering results for our clients in closing transactions. Our approach combines broad deal-making expertise with in-depth industry knowledge and independently recognized excellence in research.

Industry Experience: IWA works with wine and spirits industry clients primarily in the U.S.A. and has experience in Latin America, Australasia, South Africa and Europe. **IWA** offers a team of experienced business and financial managers. Robert Nicholson is the founder and Principal of **IWA.** He has held senior positions in U.S. and international companies and has over thirty years of M&A experience. Before establishing **IWA**, Robert worked in the U.S.A. and Europe (with Christian Brothers in California, Seagram's and with Louis Eschenauer (Lonrho) in Bordeaux). Josh Grace is a Managing Director at **IWA** and has worked with the company for twenty years. He has completed numerous wine industry transactions at **IWA** and previously worked with Robert Mondavi. Both Robert and Josh are active industry commentators and have long-standing relationships with company owners and senior management throughout the global wine industry.

Mergers and Acquisitions, Corporate Finance and Strategic Advisory Services: since 1990 **IWA** has initiated and closed over 70 separate transactions of winery companies, wine and spirit brands, assets and vineyards. **IWA** provides valuations and the necessary due diligence to prepare businesses for sale, manages the contact and approach to buyers and represents the sellers through to the close of transactions. Occasionally IWA represents buyers in high-profile transactions and serves as strategic financial advisor to complete their acquisitions. **IWA** has a network of contacts throughout the world in the wine and spirits industry and financial community.



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Incorporated in 1990 and with companies in California, Oregon and Washington, **IWA** has completed transactions valued at over \$2.5 billion and is the leader in wine industry mergers and acquisitions, with the sale of over 70 businesses, wineries and vineyards completed. **IWA** provides a team of experienced professionals who work with clients on all aspects of the transaction process from valuations, preparation of offering documents and due diligence materials, selection of and approach to targets, managing the deal process and representing clients in negotiations through to the close of transactions.



Robert Nicholson is a Principal of **IWA** and has completed over \$2 billion in transactions. Before establishing IWA in 1990 Robert worked for Christian Brothers in California, Seagrams in New York and with Louis Eschenauer (Lonhro) in Bordeaux (when the company owned Chateau Rauzan Segla, Chateau Smith Haut Lafitte and Chateau Olivier, among other leading Bordeaux estates).

At IWA Robert has completed numerous transactions and has represented many family owned wineries, most of the major multinational companies and a number of banks.

Robert was educated in England at Millfield and studied oenology at the University of Bordeaux under Professor Emile Peynaud. Robert is an active industry commentator at U.S. and international conferences and speaks fluent French.



Josh Grace has been a Managing Director at **IWA** for twenty years and has over twenty years of financial management, valuation, accounting, mergers and acquisition and corporate advisory experience, with a specialization in the wine and spirits industry.

Before joining IWA in 2002, Josh was a Financial Manager at Robert Mondavi where he worked on California vineyard acquisitions and on financial management of the company's flagship Napa Valley winery. At IWA Josh has managed a number of prominent wine industry transactions with a combined value of over \$1.8 billion.

S a U tr ir a S m

Josh graduated from California Polytechnic State University, San Luis Obispo, California with a BSc degree in Business Administration with a concentration in Accounting.

Sally Nicholson is a Principal of **IWA** and a Licensed Real Estate Broker in California and Oregon specializing in the sale and acquisition of winery and vineyard properties. Under Sally's Real Estate License, IWA has completed wine industry real estate transactions valued at over \$1 billion since 2005. Sally has broad professional experience in Australasia, Europe and the United States with a comprehensive knowledge of winery and vineyard business valuations and transactions.

Sally has twenty-five years of international experience in brand development and marketing of luxury goods. She held a number of senior management positions with direct report responsibility to Calvin Klein and Ralph Lauren and was Design Consultant in the development of the Dockers Division at Levi Strauss. Sally graduated with a BS degree in Design from University of California, Davis and attended Harvard Business School Executive Education.

Total IWA vineyard transactions completed valued at over US \$800 Million including the sale of 6,800 acres since 2008



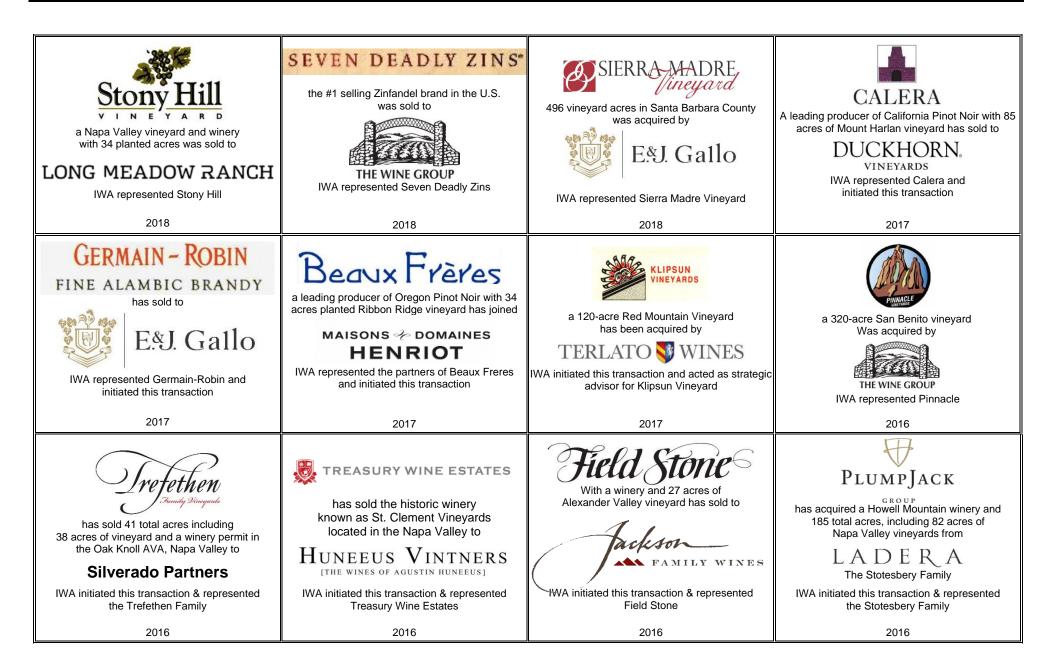
IWA VINEYARD TRANSACTIONS - 2008 TO 2022

TRANSACTION DATE	NAME OF PROPERTY/SELLER & AVA	VINEYARD ACRES	TOTAL ACRES	BUYER
October, 2022	Chateau Lascombes, Margaux, Bordeaux, France	321	385	Gaylon Lawrence
September 2022	Sage Canyon Vineyard, Napa Valley	178	200	Precision Vineyards
August 2022	Winner's Circle Vineyard, Russian River Valley, Sonoma County	25	50	Foley Family Vineyards
November 2021	Redwood Ranch Vineyard, Alexander Valley, Sonoma County	110	168	Silverado Investment Mgt. Co.
September 2020	Burgess Cellars, St. Helena, Napa Valley	25	58	Heitz Cellar
March 2020	Diamond Creek Vineyards, Calistoga, Napa Valley	22	80	Louis Roederer Champagne
March 2020	Wallula Gap Vineyards, Horse Heaven Hills, Washington	675	802	Prudential (PGIM)
lanuary 2020	Komes Ranch, Rutherford, Napa Valley	59	280	Chateau Smith Haut Lafitte
lune 2019	Wildwood Vineyard, Rutherford, Napa Valley	51	61	Heitz Cellar
February 2019	Merry Edwards Winery, Russian River, Sonoma	41	51	Louis Roederer Champagne
October 2018	Stony Hill Vineyard, Spring Mountain, Napa Valley	34	168	Long Meadow Ranch
May 2018	Sierra Madre Vineyard, Santa Maria Valley, Santa Barbara, California	496	503	Gallo
August 2017	Calera Wine Company, Mount Harlan, California	85	686	Duckhorn Wine Company
April 2017	Beaux Freres Vineyard, Ribbon Ridge, Willamette Valley, Oregon	35	129	Maisons & Domaines Henriot
April 2017	Klipsun Vineyard, Red Mountain, Washington	120	235	Terlato Wine Group
March 2017	Pinnacle Vineyard, San Benito County, California	328	443	The Wine Group
				•
October 2016	Trefethen Vineyards, Oak Knoll, Napa Valley	38	41	Silverado Partners
September 2016	Ladera Vineyards, Howell Mountain, Napa Valley	82	185	The PlumpJack Group
September 2016	Field Stone Winery, Alexander Valley, Sonoma	27	42	Jackson Family Estates
April 2016	Stryker Sonoma, Alexander Valley, Sonoma	25	32	Foley
ebruary 2016	Chalone Vineyard, Chalone, Monterey County	236	754	Foley
lanuary 2016	Hop Kiln Winery, Russian River, Sonoma	95	240	Resnick/Roll
January 2016	Acacia Winery, Napa Carneros	37	99	Peju
September 2015	Talbott Vineyards, Santa Lucia Highlands, Monterey County	523	604	Gallo
Iuly 2015	Treasury's Asti Winery, Alexander Valley, Sonoma	275	535	Gallo
une 2015	Olsen Agriculture, Willamete Valley, Oregon	214	6,335	Farmland
May 2015	Flora Springs, Napa Valley	258	642	Gallo
April 2015	Corby Vineyards, Anderson Valley, Mendocino	70	150	Long Meadow
December 2014	Candlestick Vineyard, (Duckhorn Vineyards), Howell Mtn, Napa Valley	22	81	Robert Craig
December 2014	EPR Vineyards, Alexander Valley, Sonoma	52	71	Foley
				-
November 2014	Gherts Vineyard, Dundee Hills, Oregon	7	18	Louis Jadot
November 2014	LaTour Vineyard, Mount Veeder, Napa Valley	25	37	Gamble
April 2014	Sagemoor Vineyards, Columbia Valley, Washington	883	1355	Allan Bros.
March 2014	The Four Graces, Dundee Hills & Carlton-Yamhill, Oregon	95	198	Foley
December 2013	Alderbrook Winery, Dry Creek Valley, Sonoma	54	73	Orsi
August 2013	Resonance Vineyard, Yamhill-Carlton, Oregon	20	32	Louis Jadot
April 2013	Mayacamas Vineyards, Mount Veeder, Napa Valley	51	465	Schottenstein family & partners
lanuary 2013	Silverado Hill, Napa Valley	25	36	Laird
anuary 2013	Pine Ridge Vineyard, Rutherford, Napa Valley	9	16	Private buyer
November 2012	Lancaster Estate, Alexander Valley, Sonoma	21	53	Foley
August 2012	Sausal Vineyard, Alexander Valley, Sonoma	72	115	Silver Oak
une 2012	Ridgeline Vineyard, (Codorniu), Alexander Valley	89	409	Duckhorn
une 2012	Moet-Hennessy, Sonoma Coast	76	155	Sangiacomo
March 2011	Laurel Glen, Sonoma Mountain, Sonoma	11	16	Private investors
April 2010	Five Rivers Vineyard (Brown-Forman), Paso Robles	428	639	PPV
une 2008	Buena Vista, Sonoma Carneros	514		EPR

THE LEADER IN WINE INDUSTRY MERGERS & ACQUISITIONS

THE LEADER IN MERGERS & ACQUISITIONS FOR THE GLOBAL WINE INDUSTRY Total transactions completed valued at over US \$2.5 Billion





$Stryker_{\circ}$	DIAGEO	HOP KILN	DIAGEO
SONOMA	has sold the	WINERY	has sold the
Alexander Valley Winery and 34 total acres has sold to	CHALONE	Russian River Valley, Healdsburg, California	Acacia Winery & Vineyard Napa, California
	VINEYARD to	Has sold to	to
Ffw	Ffw	Landmark Vineyards	PEJU
FOLEY FAMILY WINES IWA represented Stryker Sonoma	FOLEY FAMILY WINES	IWA represented Hop Kiln and was their	IWA represented DIAGEO as their
WA represented Stryker Sonoma	IWA represented DIAGEO as their exclusive advisor	exclusive M&A advisor	exclusive advisor
2016	2016	2016	2015
TALBOTT 🧕 VINEYARDS	has sold the Asti Winery and 275 acres of Alexander Valley vineyard with the Souverain brand to		The Komes and Garvey Families of Flora Springs
and the 525-acre Sleepy Hollow Vineyard have sold to	EsJ. Gallo	sold 6,000 acres of Willamette Valley Ag land & vineyard to	sold 600 acres including 258 acres of Napa Valley vineyards to
E&J. Gallo	IWA represented Treasury and was their	FARMLAND LP Investing in Sustainability™	E.S. Gallo
exclusive advisor	exclusive M&A advisor	IWA initiated this transaction & represented Olsen	IWA initiated this transaction & represented Flora Springs
2015	2015	2015	2015
LONG MEADOW RANCH	DUCKHORN WINECOMPANY	EPR Properties	Sold 37 total acres and 19 acres of
acquired 70 acres of Anderson Valley vineyards from	has sold Candlestick Vineyard in the Napa Valley to	sold The Alexander Valley Ascentia Vineyard to	Mount Veeder Vineyard to
Corby Vineyards	Craig	ffw	GANBLE FAMILY VINEYARDS
IWA initiated this transaction & represented the Corby family	IWA represented and served as exclusive advisors to Duckhorn Wine Company in this transaction	IWA represented and served as exclusive advisors to EPR Properties in this transaction	IWA represented and served as exclusive advisors to the LaTour family in this transaction
2015	2015	2014	2014



Constellation has sold Blackstone Winery Kenwood, California to a Private Wine Industry Investor WA initiated this transaction and represented Constellation 2012	bas sold their 50% ownership in EDNA VALLEY VINEYARD: to E&J. Gallo Winery IWA served as exclusive advisors to Diageo & initiated this transaction. 2011	has been acquired by A Group of Private Investors IWA served as exclusive financial advisors & real estate broker to Laurel Glen 2011	The Mariani Family Banfi Vintners has acquired Image: block of the standard
HANGAR DVODKA has been acquired by Proximo Spirits, Inc. A subsidiary of Jose Juervo IWA served as exclusive financial advisors to Hangar One & represented Craft Distillers & St. George Spirits 2010	BROWN-FORMAN Sale of Five Rivers Vineyard, Paso Robles to Silverado Premium Properties IWA served as advisors to Brown-Forman & initiated the sale of a 427-acre vineyard to SPP 2008	ESTE Y 1849 YALUMBA AUSTRALIA'S OLDEST FAMILY OWNED WINERY has sold San Mateo Ranch Vineyard Rutherford, California to LONG MEADOW RANCH IWA initiated this transaction and represented Yalumba 2008	Sold Certain California & Pacific Northwest Wine Brands & Inventory (Geyser Peak, Buena Vista, Gary Farrell, Atlas Peak, XYZin, Columbia Winery, Covey Run & Ste. Chapelle) to Ascentia Wine Estates IWA served as advisors & represented Constellation in a \$99 million transaction and managed the Due diligence process 2008
a subsidiary of Entertainment Properties Trust EPR Properties has acquired various wineries (Geyser Peak, Buena Vista, Gary Farrell & Columbia) and 571 acres of vineyard assets from Vista Constellation WA served as advisors & represented Constellation in a \$110 million transaction and managed the due diligence process 2008	Demuth Winery & Vineyard Anderson Valley has been sold to A Private Investor IWA initiated this transaction & served as strategic advisors to Demuth 2008	Klein Family Vintners has acquired DAVIS BYNUM A Russian River Wine Brand Healdsburg, California IWA initiated & served as strategic advisors to Davis Bynum in this transaction & sold the winery & vineyard assets to a private investor in a separate transaction 2008 & 2007	KENDALL-JACKSON WWW MARKSON Mass acquired CHATEAU POTELLE WINERY a Napa Valley Winery IWA initiated this transaction & served as strategic financial advisors to Chateau Potelle 2007

Leslie Rudd has acquired Hedin Vineyard Healdsburg, California IWA initiated this transaction & served as strategic advisors to Hedin	A Private Investor has acquired the Hillview Vineyard Property Napa Valley, California IWA served as broker & financial advisors to the seller	The Wine Group has acquired Big House & Cardinal Zin California Wine Brands from WA initiated this transaction & served as strategic financial advisors to Bonny Doon	Napa Valley, California has been acquired by A Private Investor IWA initiated this transaction, acted as strategic financial advisors to Koves-Newlan
2006	2006	2006	2006
a subsidiary of Entertainment Properties Trust EPR Properties has acquired HAVENS a Napa Valley Winery & Vineyard IWA initiated this transaction & served as strategic financial advisors & broker to Havens	Billington Imports has acquired HAVENS a Napa Valley Brand IWA initiated this transaction & served as strategic financial advisors & broker to Havens	585 Wine Partners has acquired red truck a California Wine Brand from CLINE IWA initiated this transaction & served as strategic financial advisors to Cline Cellars	a subsidiary of
2006	2005	2003	2003
IWA served as financial & strategic wine industry advisors to Wells Fargo Bank in the DeLoach Vineyard bankruptcy	Chalone Wine Group has sold the Carmenet brand to Beringer Blass Wine Estates IWA initiated this transaction & served as exclusive financial advisors to Chalone	a subsidiary of Vincor International Inc. has acquired HOGUE Prosser, Washington IWA initiated this transaction & served as exclusive financial advisors to Hogue	Beckstoffer Vineyards has acquired the Talmadge Vineyard in Mendocino County, California from Mendocino County, California from WA initiated this transaction & served as exclusive financial advisors to Parducci
2003	2002	2001	2001

Chalone Wine Group has acquired HEWITTE V I N E Y A R D Rutherford, California IWA acted as strategic advisor, represented and provided due diligence services to Chalone in this purchase of this 60-acre vineyard 2000	SONOMA-CUTRER. V I N E Y A R D S has been acquired by More brown-forman WA served as advisor & provided a Fairness Opinion to Sonoma-Cutrer	Mildara Blass Ltd. has acquired Napa Valley Vineyard development property from Juliana Vineyards St. Helena, California IWA acted as advisor to Mildara Blass in the sale of a 100-acre vineyard 1998	a subsidiary of Difference of the second se
And the services to EBRD 1997	1999 FOULT FOULT Mildara Blass Ltd. Mas established winemaking operations in California IWA initiated this transaction & acted as financial and strategic advisor to Mildara Blass Ltd 1997	Image: Non-Strain Strain Strain Mildara Blass Ltd. and Vina Santa Carolina S.A. have established a joint-venture to produce and market Chilean wines. IWA initiated this transaction & acted as financial and strategic advisor to Mildara Blass Ltd. 1997	1997 SOUTHC REP and Paragon Vineyard Company have established a joint-venture company to produce and market California wines. IWA represented Paragon and acted as strategic advisor to the joint-venture 1997
Robert Mondavi Corporation has acquired an interest in COLITERRA OUALITY OF THE LAND a Chilean Wine Brand from Viña Errazuriz and they have established a joint-venture to produce and market Chilean wines. IWA acted as strategic advisor to Viña Errazuriz 1995	has sold The Oakville Winery Oakville, California to Pelissa & Hale IWA & partners initiated this transaction & represented Heublein Inc	The Greystone Building St. Helena, California to UNA & partners initiated this transaction & represented Heublein Inc. 1993	SOUTHC REP IWA served as Financial & Strategic Advisors to Southcorp IWA provided due diligence and financial analysis of the 25 leading USA winery targets for acquisition by Southcorp 1993