# LIMONEIRA

## **A Company in Transition**

November 2023

### Disclosure.

#### **Forward-Looking Statements**

This presentation contains forward-looking statements, including guidance for fiscal years 2023 and beyond, within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are based on Limoneira's current expectations about future events and can be identified by terms such as "expect," "may," "anticipate," "intend," "should be," "will be," "is likely to," "strive to," and similar expressions referring to future periods.

Limoneira believes the expectations reflected in the forward-looking statements are reasonable but cannot guarantee future results, level of activity, performance or achievements. Actual results may differ materially from those expressed or implied in the forward-looking statements. Therefore, Limoneira cautions you against relying on any of these forward-looking statements. Factors which may cause future outcomes to differ materially from those foreseen in forward-looking statements include, but are not limited to: success in executing the Company's business plans and strategies and managing the risks involved in the foregoing; additional impacts from the current COVID-19 pandemic, changes in laws, regulations, rules, quotas, tariffs and import laws; weather conditions that affect production, transportation, storage, import and export of fresh product; increased pressure from crop disease, insects and other pests; disruption of water supplies or changes in water allocations; disruption in the global supply chain; pricing and supply of raw materials and products; market responses to industry volume pressures; pricing and supply of energy; changes in interest and currency exchange rates; availability of financing for land development activities; political changes and economic crises; international conflict; acts of terrorism; labor disruptions, strikes or work stoppages; loss of important intellectual property rights; inability to pay debt obligations; inability to engage in certain transactions due to restrictive covenants in debt instruments; government restrictions on land use; and market and pricing risks due to concentrated ownership of stock. Other risks and uncertainties include those that are described in Limoneira's SEC filings which are available on the SEC's website at <a href="http://www.sec.gov">http://www.sec.gov</a>. Limoneira undertakes no obligation to subsequently update or revise the forward-looking statements made in this presentation, except as required by law.

#### **Non-GAAP Financial Measures**

Due to significant depreciable assets associated with the nature of the Company's operations and interest costs associated with its capital structure, management believes that earnings before interest, income taxes, depreciation and amortization ("EBITDA") and adjusted EBITDA, which excludes stock-based compensation, named executive officer cash severance, pension settlement cost, loss (gain) on disposal of assets, net, cash bonus related to the sale of assets and gain on legal settlement are important measures to evaluate the Company's results of operations between periods on a more comparable basis. Adjusted EBITDA in previous periods did no exclude stock-based compensation which has now been excluded as management believes this is a better representation of cash generated by operations and is consistent with peer company reporting. Adjusted EBITDA for prior periods has been restated to conform to the current presentation. Such measurements are not prepared in accordance with U.S. generally accepted accounting principles ("GAAP") and should not be construed as an alternative to reported results determined in accordance with GAAP. The non-GAAP information provided is unique to the Company and may not be consistent with methodologies used by other companies. EBITDA and adjusted EBITDA are summarized and reconciled to net (loss) income attributable to Limoneira Company, which management considers to be the most directly comparable financial measure calculated and presented in accordance with GAAP.

### **Experienced Senior Management Team.**



#### Harold Edwards President / CEO

33 years industry experience Joined Limoneira in 2003

Member of one of the farming families associated with the Company over its long history

Sunkist Cargill



(Calavo) 🛛 🛛 Purina

#### Mark Palamountain Chief Financial Officer

25 years finance experience Joined Limoneira in 2012 Promoted to CFO in January 2018



**Broadpoint.Capital** 

it.Capital 🛛 JPMorganChase 🛑

John Carter Vice President of Citrus Operations

18 years sales experience Joined Limoneira in 2010 Promoted to VP of Citrus Operations in December 2018





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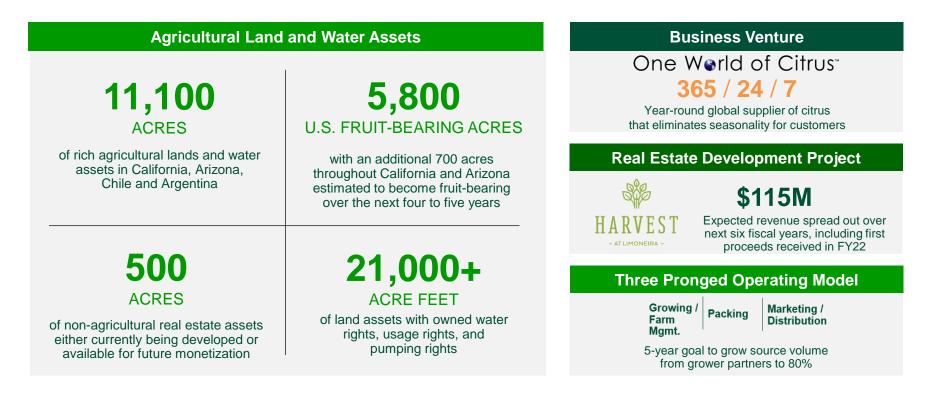
### LIMONEIRA®

## **Overview**

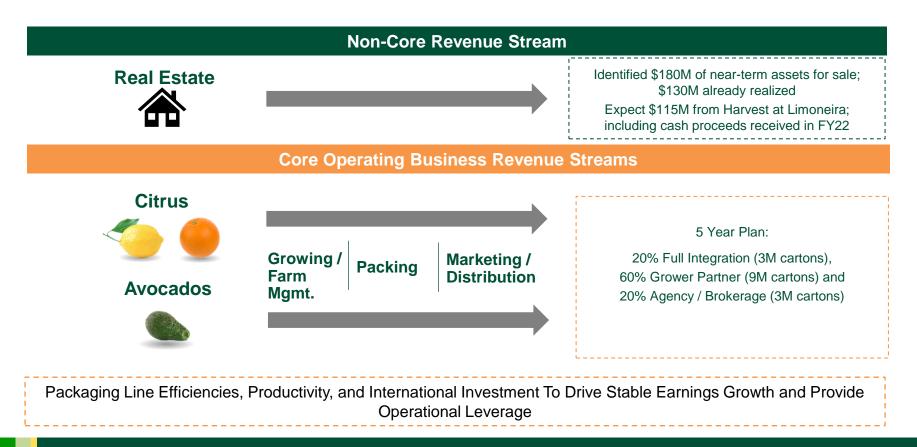
### LIMONEIRA

Limoneira is an agricultural and development company that seeks to not only maximize value for its customers and shareholders, but to enhance its legacy as a steward of both its natural and human resources.

### Limoneira is Well-Positioned for Continued Global Expansion and Move to an Asset-Lighter Business Model.



### **Three Primary Drivers Fueling Long-Term Growth.**



### **Updated Strategic Objectives and Priorities.**



Expanding One World of Citrus<sup>™</sup> "Asset-Lighter" Business Model



Unlocking Market Value of Non-Strategic Assets



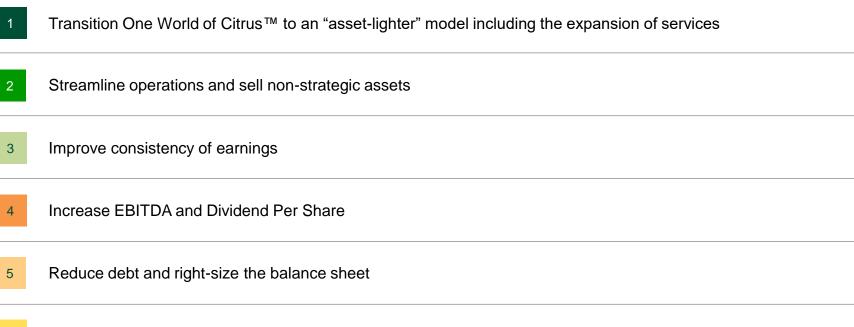
Real Estate Developments



Improving ESG Efforts



### **Expected Outcomes of Strategic Objectives and Priorities.**



6 Improve Return on Invested Capital (ROIC)



### **Progress to Date.**

- Developed a grower services team that recruited ~1M additional cartons of fresh lemons from new grower partners
- Sold 4 out of the 6 non-strategic assets identified for monetization for a total of \$130M in proceeds, \$50M remaining
- Established 3-year fallowing program in Yuma, AZ that will drive ~\$1.3M of annual revenue from not farming 581 of total 1,300 acres
- Pivoted in San Joaquin Valley to farming services provider, packer, marketer and seller
  - Eliminated unprofitable operations in Cadiz
- $\checkmark$
- Terminated long-term retirement plan for annual savings of \$1M
- Reduced net debt position to \$30.2M at the end of Q3 FY23



### What's Next.



Move to 80% source volume from grower partners and agency in next 5 years (from 57% today)

#### 2 Create a Farm Management Services division

3 Sell remaining 2 non-strategic assets identified for monetization for expected total proceeds of \$50M in next 9 months

Potential additional fallowing/monetization opportunities in Yuma, AZ by the end of 2026 and begin to monetize water rights in Santa Paula Water Basin

Add value to avocados beyond production in packing, marketing and selling as a complement to One World of Citrus product offerings



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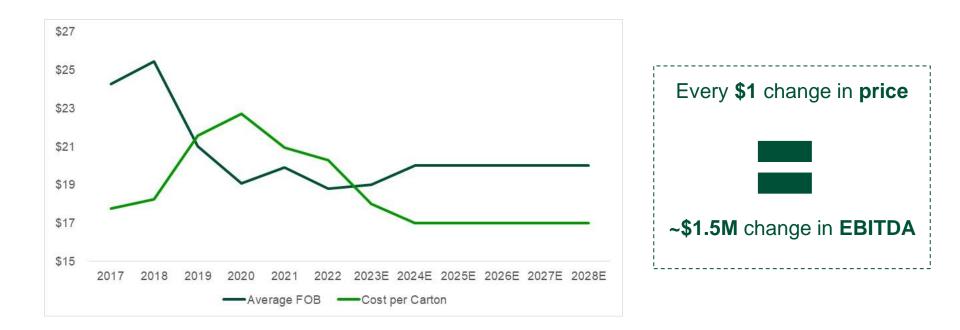
Pursue additional lemon-packing capabilities/optionality in Yuma, AZ and the San Joaquin Valley and build lemon packing house in Chile

### **Transition to "Asset-Lighter" Business Model.**

- Limoneira's domestic supply of lemons comes from three growing regions in Arizona and California: District I, II and III
- Due to varying harvest cycles, Limoneira needs the three distinct areas in order to have a yearround supply of lemons
- Limoneira is reducing its owned lemon production in each District while increasing profitability
  - Today, Limoneira supplies 7.5M cartons of lemons annually with 57% of source volume from grower partners
  - 5-year goal is to supply 15M cartons of lemons annually with 80% of source volume from grower partners and agency

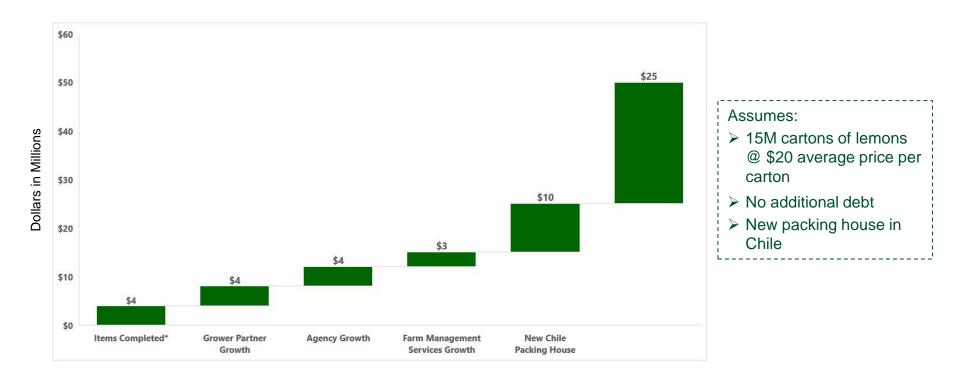


### Increase in Asset-Lighter Volume Expected to Reduce Impact of Pricing Volatility and Tie to Commodity Pricing.





### \$25M of Planned Incremental EBITDA Growth by FY 2028.



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\*Items completed includes operations eliminated in Cadiz, retirement plan terminated and 3-yr fallowing program established in Yuma, AZ

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### **\$25M EBITDA Growth Initiative Summary.**

#### **District I: San Joaquin Valley**

• \$4M total increase in EBITDA by 2028

#### **District II: Ventura County Coast**

- \$5M total increase in EBITDA by 2028 District III: Desert
- \$2M total increase in EBITDA by 2028

#### Agency / Brokerage

• \$4M total increase in EBITDA by 2028

#### **New Chile Packing House**

\$10M total increase in EBITDA by 2028



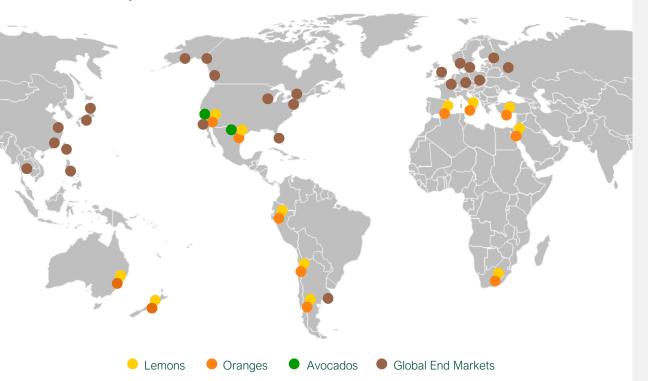


### LIMONEIRA®

## One World of Citrus & Avocado

## One World of Citrus

Year-round global supplier of citrus that eliminates seasonality for customers.



**365** / **24** / **7** DAYS HOURS DAYS PER YEAR PER DAY PER WEEK

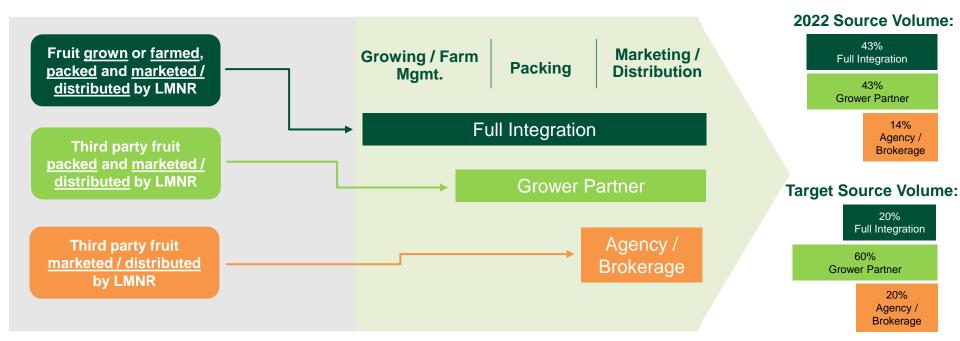


### >1M 7 COUNTRIES SOURCED GROWERS

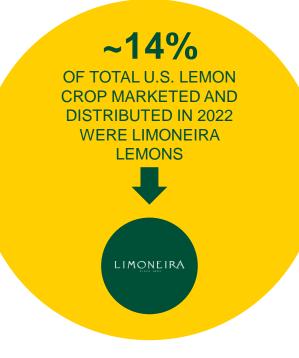
**7.5M** CARTONS OF FRESH LEMONS SOLD IN 2022 **1 Billion Lemons** 

# Providing a Critical Link Between Highly Fragmented Citrus & Avocado Growers and Diverse End Markets.

Our three pronged operating model helps fulfill end customer's fruit needs



### Market Leader Within a Highly Fragmented Space.



COMPARED TO ~4% IN 2011 UP 250% **Limoneira Delivers** 

High-quality products

Integrated farm-to-customer supply chain

Low-cost production

Diverse global sourcing and distribution network

Superior product mix

Global scale and customer base



# Transformed Our Packing Facility Into a Highly Automated Packing Platform.



**Current Packing Facility** 

\$29M 3X was spent modernizing and streamlining facilities to be state-of-the-art (in 2016)

f fruit in same f time 14% more lemons packed

> 25% increase in third-party packings

#### TARGETED GROWTH AREAS IN AUTOMATED PACKING

TODAY



Facilities are currently operating at ~70% capacity

#### **IN 5 YEARS**



Facilities to be operating at full capacity

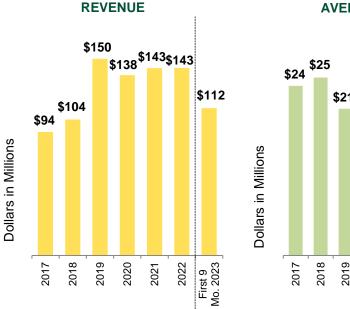
### **New Farm Management Services Division.**

Best-in-Class Grower Services to Recruit and Retain Grower Partners

- Established a cross-functional grower services team to recruit and retain grower partners
- 130-years experience growing, packing, marketing and selling citrus
- One of the best fresh utilization rates in the market; 78% in FY22
- Reconfiguring global lemon packing network by reducing certain orange and lemon acreage globally, while still maintaining the packing and marketing of the lemons grown on these locations
- Real-time digital information system that increases efficiency across the supply chain

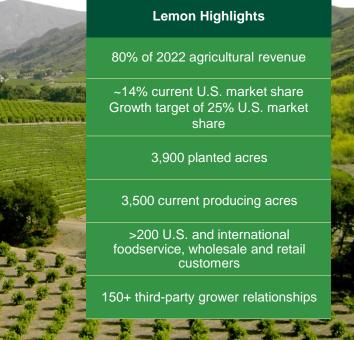


## Expect Long-Term Growth in Lemons.

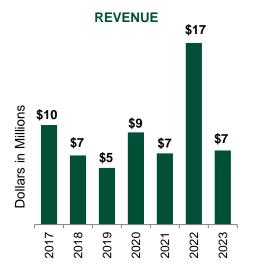








# Expect Long-Term Growth in Avocados.



The California avocado crop typically experiences alternating years of high and low production due to plant physiology.

The California avocado crop experienced extreme heat in FY18, which caused minimal contribution in FY19, but normal production capacity resumed in FY20. The California avocado crop experienced a lack of rainfall in FY21, which reduced the overall size of the actual avocado fruit pieces.

A disruption in supply chain in Mexico led to outsized results in FY22.





#### Sources: US Department of Agriculture; Economic Research Service; 2019 per capita availability: fresh fruit, ers.usda.gov, October 2020



### LIMONEIRA®

Real Estate Development & Property Sales

### **Future Conversion of Select Non-Core Land.**

So ship NEW LAND PROFILS FROM SELECT NOW CONTAINS Profits from sale of nonessential assets and real estate development will be used to reduce existing debt, fund ETMENTESTMENTA acquisitions, as investment to increase farming efficiencies and to expand packing capabilities

### **Future Asset Monetization.**

### \$180 Million of Near-Term Asset Sales Have Been Identified:

Southern Hemisphere Agricultural Assets	Close expected in next 9 months	TBD
Windfall Farms	Close expected in next 9 months	TBD
	Total Received	\$130 million in cash proceeds
Northern Agricultural Properties	Closed January 31, 2023	\$99 million in cash proceeds
Santa Maria Property	Closed November 30, 2022	\$2.6 million in cash proceeds
Oxnard Lemon Property	Closed October 31, 2022	\$20 million in cash proceeds
Commercial Property in Harvest at Limoneira	Closed October 26, 2022	\$8 million in cash proceeds

### FAIR MARKET VALUE GREATER THAN NET BOOK VALUE.

AS OF JANUARY 31, 2023	ACRES	FMV <sup>1</sup>	NET BOOK VALUE
Real estate development assets	500	\$100M-\$150M	\$79M
Agricultural assets (land, buildings, orchards, water)	11,300	\$450M-\$550M	\$172M
Other assets		\$25M-\$30M	\$13M
Less estimated current net debt		(\$30M)	(\$30M)

NET ASSET VALUE *Pre-Tax	\$545M <b>-</b> \$700M	\$234M
NET ASSET VALUE PER SHARE *Based on 18,378,000 Diluted Shares Outstanding	\$29.70-\$38.15	\$13.00

(1): Fair Market Value ("FMV") of Real Estate Assets is not a GAAP financial measure and should not be considered as an alternative to net book value of real estate assets, the most directly comparable financial measure calculated and presented in accordance with GAAP. FMV is estimated as a set of value ranges from recent comparable sales in each region the company owns real estate assets.

### Holding Significant Valuation in Ownership Over Water Rights.

	Water Assets	
~21,000+	\$10k-\$40k	5.9%
ACRE FEET OF OWNED WATER RIGHTS	PER ACRE FOOT	SOUTHERN CALIFORNIA WATER PRICE ESCALATION
Water rights, usage rights, and water pumping rights associated with Limoneira land	Range of recent water rights sales in CA/AZ	Compounded annually since 1974
Substantial investments made in wa companies to support and exceed farming needs	Santa Paula Basin – Adjud	ss 3 Water Rights (12k acre feet) icated Pumping Rights (10k+ acre Jnadjudicated Pumping Rights



### Water Assets Beginning to Monetize.

#### Water Assets

#### Yuma, AZ

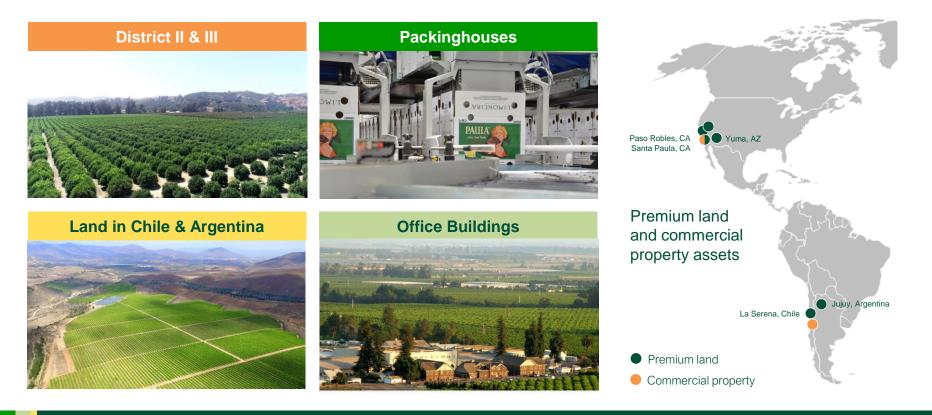
- Current fallowing program in Yuma, AZ is 3-year deal that will drive ~\$1.3M of additional revenue from not farming 581 of 1,300 acres
- Next fallowing program in Yuma, AZ potentially could be 25-year deal that must be in place by end of 2026; Limoneira believes it can drive revenue from not farming all 1,300 acres with potential pricing of \$800-\$1,000 an acre foot

#### Santa Paula Water Basin

Beginning to establish market trading with 3,000 acres



## Premium Land Owned in Southern California, Arizona, Chile, Argentina, and a Variety of Commercial Properties.



### Diversified Revenue Stream Includes Monetizing Non-Core Agribusiness Land.

Limoneira entered a partnership with the Lewis Group of Companies to develop "Harvest at Limoneira" a residential and commercial real estate project.

#### **Fiscal Year Residential Closings**

2019	2020	2021	2023
210	144	232	121

#### **Nationally Recognized Homebuilder Partners**





Expect \$107 million of revenue spread out over next six fiscal years

#### First partnership cash distribution received in FY22



### Harvest Medical Pavilion.

#### Phase 1

32.5 ACRES

OF EAST AREA 2 INTENDED FOR MEDICAL CAMPUS

LOT 1 TO BE DEDICATED MEDICAL OFFICE BUILDINGS

LOT 2 TO AN ACUTE CARE HOSPITAL

EAST AREA 2 STRATEGICALLY LOCATED CLOSE TO HARVEST AT LIMONEIRA DEVELOPMENT PROJECT

POTENTIAL COMMUNITY COLLEGE CAMPUS

POTENTIAL HOTEL

POTENTIAL APARTMENTS

Entered into letter of intent with Pacific Coast Investments, Inc. on July 14, 2021



### Harvest at Limoneira.

PROJECT STATUS			
Cash Flow Potential	Approximately \$135M over the life of the project (of which \$28M has already been received)		
Lot Sales	707 lot closings and GAAP Earnings to date		
Acres	500		
Total Expected Units	1,500 units (potential for increased units)		

CURRENT HARVEST AT LIMONEIRA CASH FLOW PROJECTIONS							
Fiscal Years	2022A	2023E	2024E	2025E	2026E	2027E	2028E
Total Annual Projected Distribution	\$8M	\$5M	\$8M	\$17M	\$25M	\$30M	\$22M



### LIMONEIRA®

## **ESG** Initiatives

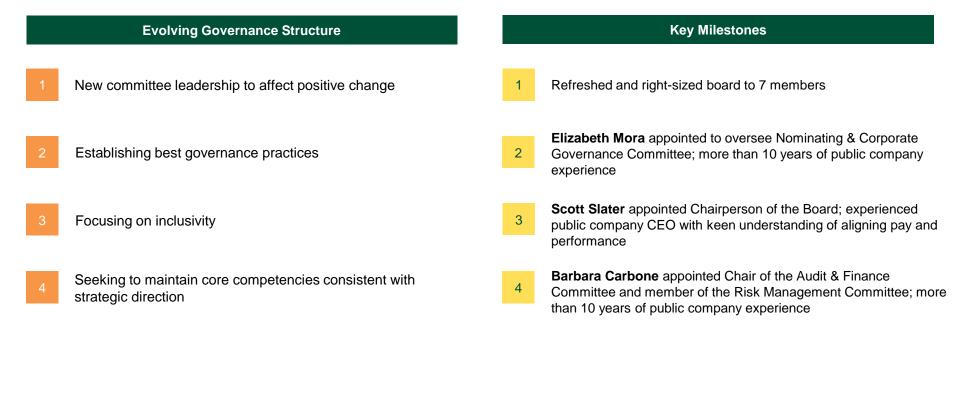
# **Continued Commitment to Improve ESG Scores.**

Limoneira's ISS ESG score improved by 30% year-over-year from an average of 6.6 to 4.6 as of December 2022





## **Evolution of Board Structure and Composition to Enhance Effectiveness.**



### **Innovating New Methods of Protecting Water.**

Limoneira addresses water scarcity and potential negative impacts on community water resources by maintaining a careful balance between water demand and supply—and by driving efficiencies in water use.

#### **INNOVATIVE MANAGEMENT PRACTICES & TECHNOLOGIES**

**Use of Water Probes** 

Introduction of a Natural Wastewater System

Moisture sensors **determine when trees need water and how much** (i.e., when they reach full holding capacity), thus reducing run off and wasted water.

Limoneira irrigates when trees need the water versus when water is provided by the irrigation company A series of gravity fed ponds that circulate and clean 30M gallons of water annually with natural vegetation, local plants and fine gravels.

# **Commitment to ESG is Deeply Embedded in Culture.**

Limoneira has been treading lightly on the land since its founding 130 years ago—long before sustainability entered the modern lexicon.

#### **Pioneering Water Techniques**

Investment in cutting-edge water management technology reduces water consumption in drought-prone enviornments

#### **Minimizing Pesticides**

Working with Associates Insectary since 1917 to minimize use of pesticides by releasing beneficial insects into orchards

#### **Diversifying Beyond Solar**

Partnering with Agromin to repurpose Ventura County's green waste to supplement our solar production to reach 100% clean and renewable energy

#### **Organic Green Waste**

20-acre facility receives 200+ tons per day of organic green waste that would otherwise be transported to landfills

#### **Solar Energy Production**

2 solar installations across operations producing 3.5M KW annually, enabling Limoneira to reduce 43,415 tons of CO2 over a 25 year period



### Investing in the Power of People.

#### **Rental Properties**



Stable Tenant Base Majority of tenants are Company employees

Attrition Mitigation Rental operations play important role in keeping a reliable workforce

Steady Cash Flow Income from properties support expansion in citrus division

242 FARM WORKER HOUSING UNITS 3% OF 2022 REVENUE

#### Workforce Housing

One of the first agricultural employers to offer on-campus housing to their workers reducing the greenhouse gas emissions related to commuting

#### **Community Support**

Donated over \$2.5 million to support schools, community and industry organizations in Ventura, Santa Barbara, San Luis Obispo, and Tulare counties in California and Yuma, Arizona

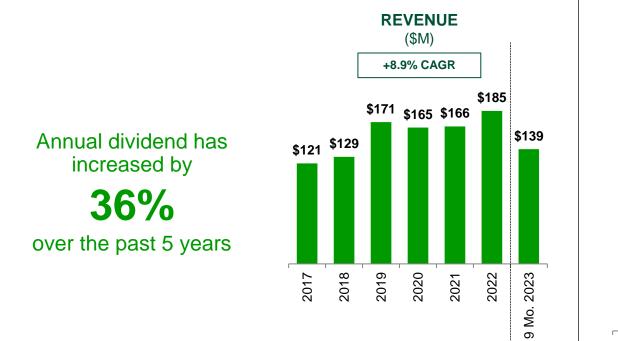


LIMONEIRA®

## Financial Performance & Outlook

# Driving DPS Growth Through Increased Revenue and Operational Efficiencies.

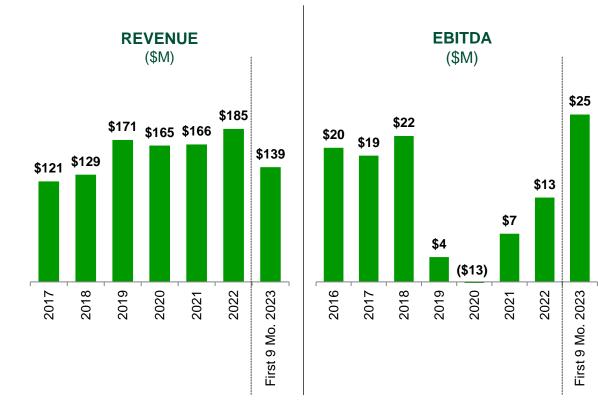
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#### **DIVIDENDS PER SHARE**

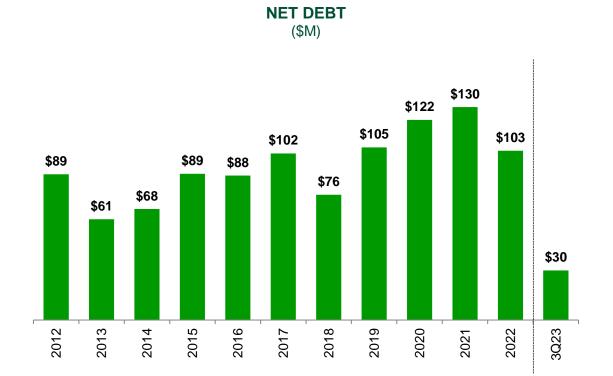


### **Historical Revenue / EBITDA Growth**



The Company expects 4.7-5.0M cartons of fresh lemons and achieved 3.8M pounds of avocados in FY23

### **Deleveraging Balance Sheet.**



### Highlights Through First Nine Months of FY 2023.

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- Sold Sevilla property for \$2.6M and Northern Properties for ~\$99M in cash proceeds
- <sup>2</sup> Funded the "unfunded" portion of long-term retirement plan (pension plan frozen in 2004) and then terminated plan for annual savings of \$1M
  - Created Farm Management Services division; entered into initial 1-year farm management service agreement with Prudential to continue to farm Northern Properties
  - Established a 5-year packing, marketing and sales agreement with Prudential for 1M cartons of lemons on Northern Properties
- 5 Established a 3-year fallowing program in Yuma, AZ for 581 of 1,300 acres generating ~\$1.3M/year
- 6 Eliminated unprofitable operations in Cadiz
- 7 Paid net debt down to ~\$30M at the end of Q3 FY23



### **Positioned for Long Term Profitable Growth.**

#### Projections

THE COMPANY EXPECTS TO RECEIVE

\$107м

from Harvest at Limoneira spread out over the **next six fiscal years**, with first proceeds received in FY22.

> THE COMPANY HAS IDENTIFIED

**\$180M** 

of non-core assets for sale, with remaining \$50M to be realized within **next 9 months**.

### 700

Additional acres of non-bearing lemons estimated to become full bearing over the **next four to five** years.

### 900

Additional acres of non-bearing avocados estimated to become full bearing over the **next four to five years**.

#### THE COMPANY EXPECTS TO REALIZE



of planned incremental EBITDA growth over the **next five fiscal years**, coming from the following areas:

Items Completed\* (\$4M) Grower Partner Growth (\$4M) Agency Growth (\$4M) Farm Management Services Growth (\$3M) New Chile Packing House (\$10M)

200 acres expected to become full bearing in FY23. 250 acres expected to become full bearing in FY24.

