# LIMONEIRA

## **A Company in Transition**

March 2024

### Disclosure.

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

This presentation contains forward-looking statements, including guidance for fiscal years 2024 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

34 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

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



**Broadpoint.Capital** 

nt.Capital 🛛 JPMorganChase 🛑

John Carter Vice President of Citrus Operations

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









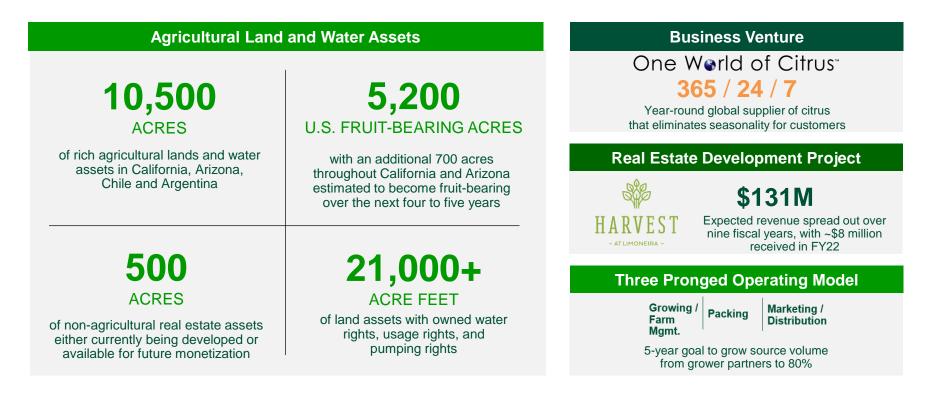
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## **Overview**

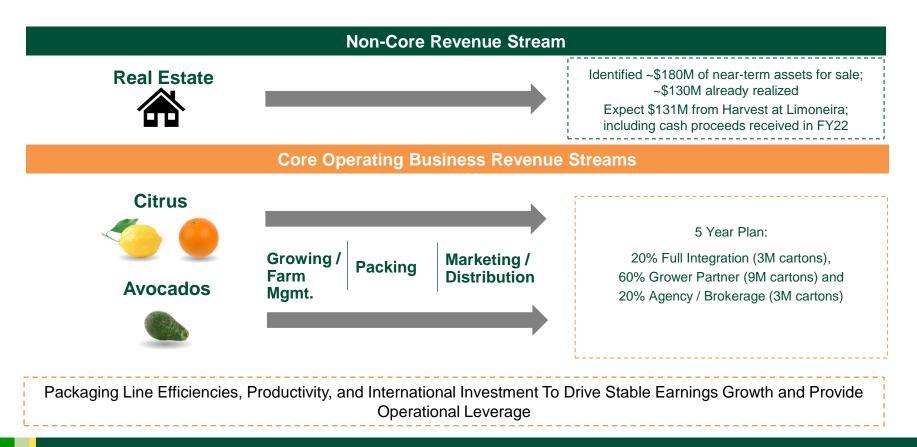
### LIMONEIRA

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



Exploring Strategic Alternatives to Maximize Shareholder Value



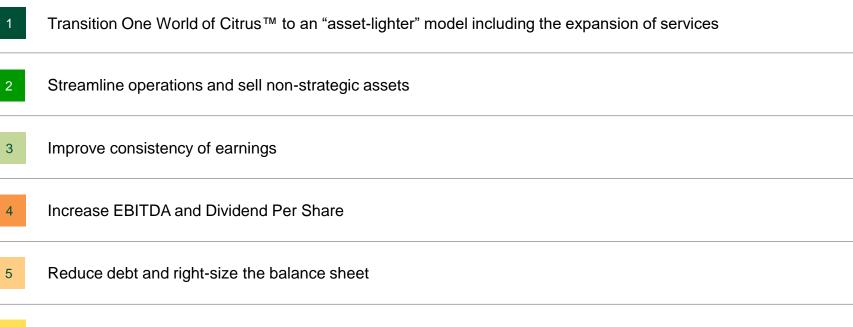
Real Estate Developments



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
- ✓
- Terminated long-term retirement plan for annual savings of \$1M
- $\checkmark$
- Completed the sell-out of Phase 1 of Harvest at Limoneira



Reduced net debt position to \$51.6M at the end of Q1 FY24

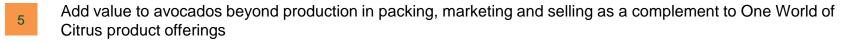
### What's Next.

Move to 80% source volume from grower partners and agency/brokerage in next 5 years (from 52% today)

#### 2 Create a Farm Management Services division

<sup>3</sup>Potential additional fallowing/monetization opportunities in Yuma, AZ by the end of 2026 and begin to monetize water rights in Santa Paula Water Basin

Targeting 2,000 acres of avocado production over the next 3 years and 1,000 acres of lemon production over the next 4 to 5 years





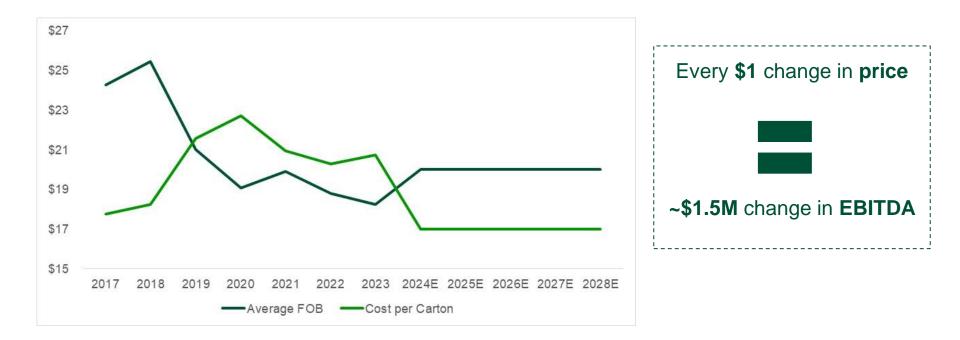
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### Transition to "Asset-Lighter" Business Model.

- 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 6.7M cartons of lemons annually with 52% of source volume from grower partners and agency/brokerage
  - 5-year goal is to supply 15M cartons of lemons annually with 80% of source volume from grower partners and agency/brokerage

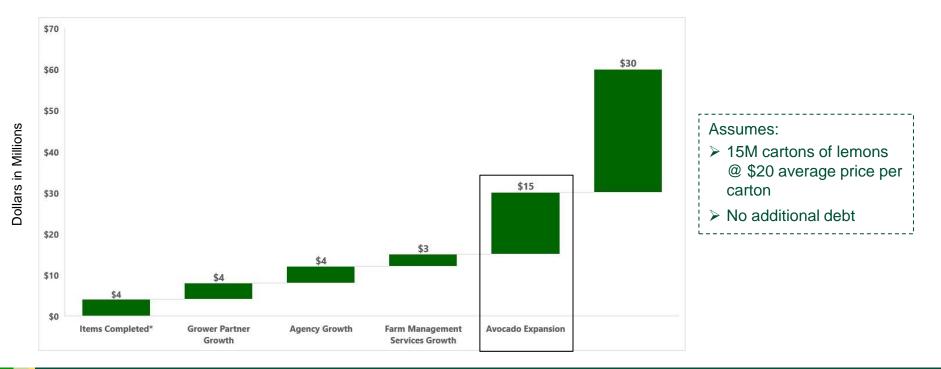


### Increase in Asset-Lighter Volume Expected to Reduce Impact of Pricing Volatility and Tie to Commodity Pricing.



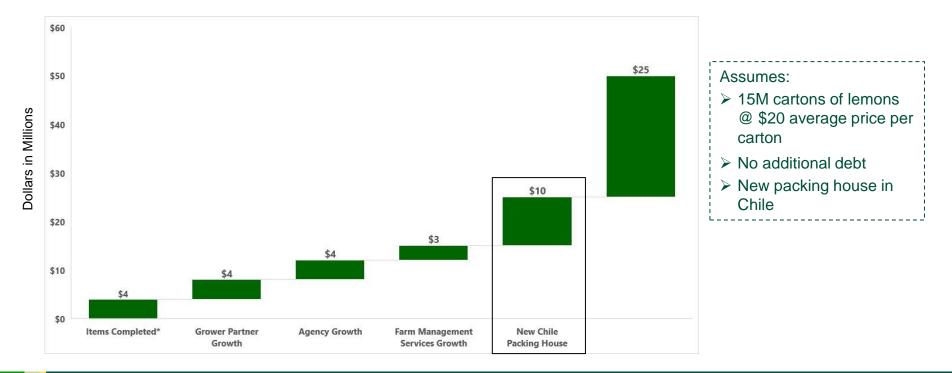
### Updated Plan for \$30M of Incremental EBITDA Growth by FY30.

Process to explore strategic alternatives to maximize shareholder value drove update



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### Previous Plan for \$25M of Incremental EBITDA Growth by FY28.



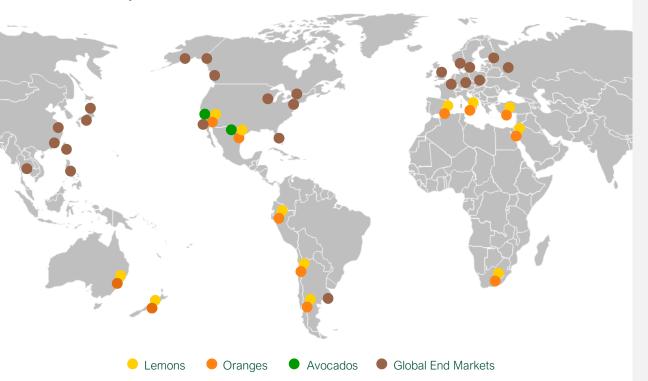


### LIMONEIRA®

## 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



### **1.3M** 7 COUNTRIES SOURCED GROWERS

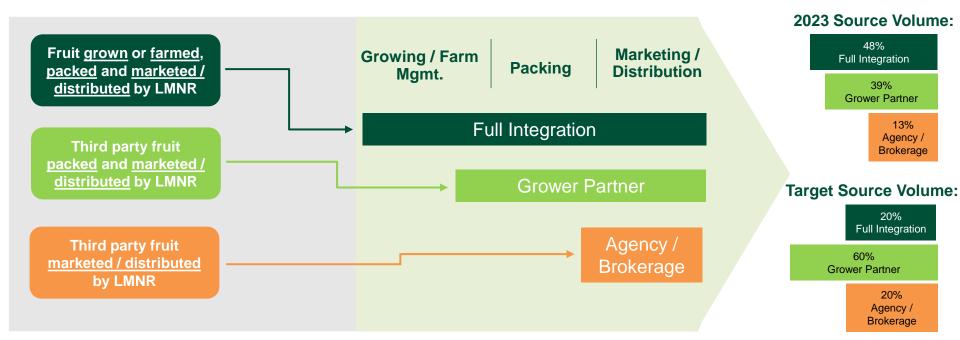
**6.7M** CARTONS OF FRESH LEMONS SOLD IN 2023 **1 Billion Lemons** 

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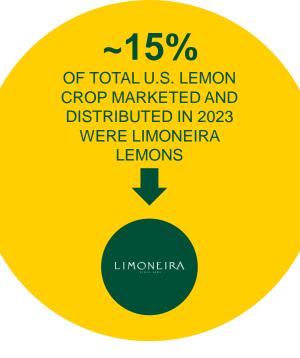
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# Providing a Critical Link Between Highly Fragmented Citrus & Avocado Growers and Diverse End Markets.

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 275%



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 was spent modernizing and streamlining facilities to be state-of-the-art (in 2016) **3X** amount of fruit processed in same amount of time **70%** of pre-existing labor needed in current packinghouse

#### TODAY

#### TARGETED GROWTH AREAS IN AUTOMATED PACKING



## Facilities are currently operating at ~70% capacity

#### **IN 5 YEARS**



Facilities to be operating at full capacity

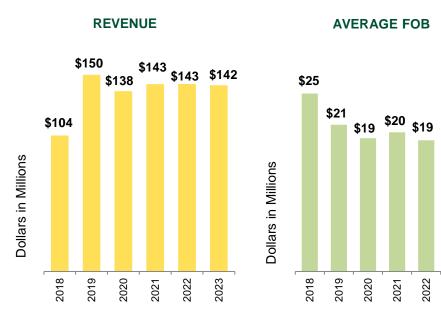
### **New Farm Management Services Division.**

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

- Established a cross-functional grower services team to recruit and retain grower partners
- 131-years experience growing, packing, marketing and selling citrus
- One of the best fresh utilization rates in the market
- 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.



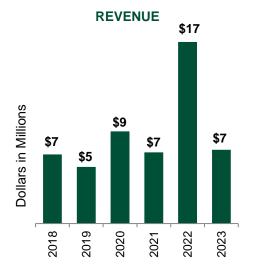
\$18

2023





# 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:

Commercial Property in Harvest at Limoneira	Closed October 26, 2022	\$8 million in cash proceeds
Oxnard Lemon Property	Closed October 31, 2022	\$19 million in cash proceeds
Santa Maria Property	Closed November 30, 2022	\$2.6 million in cash proceeds
Northern Agricultural Properties	Closed January 31, 2023	\$98 million in cash proceeds
	Total Received	\$128 million in cash proceeds
Windfall Farms		
Southern Hemisphere Agricultural Assets		
	Total Anticipated	\$50 million in cash proceeds

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

AS OF DECEMBER 2023	ACRES	FMV <sup>1</sup>	NET BOOK VALUE
Real estate development assets	500	\$100M-\$150M	\$85M
Agricultural assets (land, buildings, orchards, water)	10,600	\$450M-\$550M	\$161M
Other assets		\$25M-\$30M	\$13M
Less estimated current net debt		(\$37M)	(\$37M)

NET ASSET VALUE *Pre-Tax	\$540M–\$7	00M \$222M
NET ASSET VALUE PER SHARE *Based on 17,941,000 Diluted Shares Outstanding	\$30.00–\$3	9.02 \$12.37

(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 wate pumping rights associated with Limoneira land	r Range of recent water rights sales in CA/AZ	Compounded annually since 1974
Substantial investments made in companies to support and exce farming needs	Santa Paula Basin – Adju	ss 3 Water Rights (12k acre feet) dicated Pumping Rights (9k+ acre fe Jnadjudicated Pumping Rights



### Water Assets Beginning to Monetize.

#### Water Assets

#### Yuma, AZ

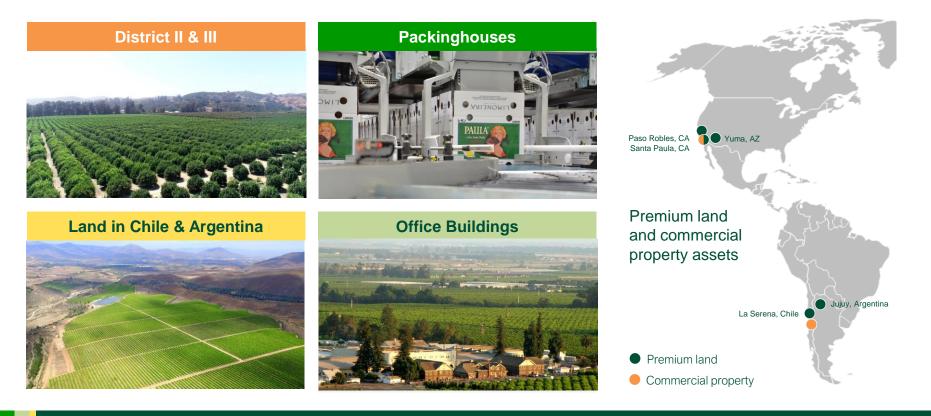
- Current fallowing program in Yuma, AZ is 3-year deal that will drive ~\$1.3M of additional revenue from not farming 581 of 1,300 acres
- Next fallowing program in Yuma, AZ potentially could be 25-year deal that must be in place by end of 2026; Limoneira believes it can drive revenue from not farming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





RICHMOND AMERICAN HOMES Expect \$123 million of proceeds spread out over next seven 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 QUICK-SERVICE RESTAURANTS

POTENTIAL HOTEL

POTENTIAL APARTMENTS

POTENTIAL COMMUNITY COLLEGE CAMPUS

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



### Harvest at Limoneira.

PROJECT STATUS				
Cash Flow Potential	Approximately \$151M 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	2024E	2025E	2026E	2027E	2028E	2029E	2030E
Total Annual Projected Distribution	\$8M	\$3M	\$8M	\$20M	\$30M	\$32M	\$15M	\$15M

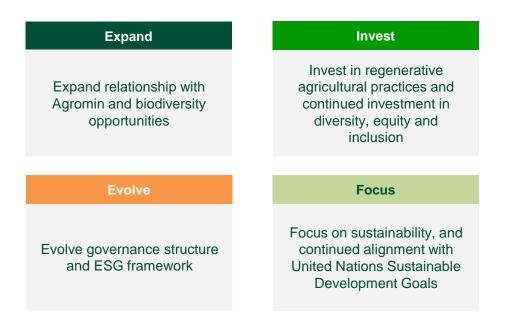


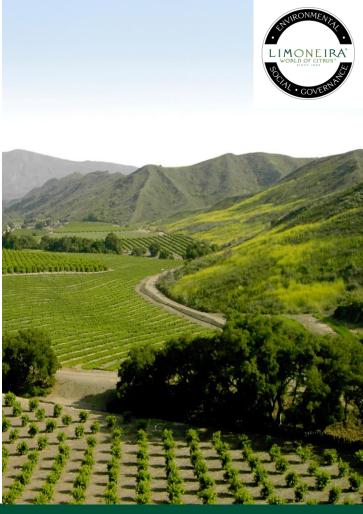
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## **ESG** Initiatives

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

Limoneira's ISS ESG score improved by 13% during 2023 and as of February 2024 was an average of 4.0





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

#### Evolving Governance Structure

- New committee leadership to affect positive change
- 2 Establishing best governance practices
- 3 Focusing on inclusivity
- 4
- Seeking to maintain core competencies consistent with strategic direction

#### **Key Milestones**



Refreshed and right-sized board to 7 members, 6 of which are independent; all standing committee chairs independent



**Elizabeth Mora** appointed to oversee Nominating & Corporate Governance Committee; more than 10 years of public company experience

3

**Scott Slater** appointed Chairperson of the Board; experienced public company CEO with keen understanding of aligning pay and performance

4

**Barbara Carbone** appointed Chair of the Audit & Finance Committee and member of the Risk Management Committee; more than 10 years of public company experience

5

**Peter Nolan** appointed to the Board and serves on the Board's Audit & Finance Committee and Risk Management Committee

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

Limoneira has been treading lightly on the land since its founding 131 years ago—long before sustainability entered the modern lexicon.

#### **Organic Green Waste**

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

#### **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

#### **Pioneering Water Techniques**

Investment in cutting-edge water management technology; water consumption reduced to 3.6 acre-feet per acre in '23 (down from 4.2 LY)

#### Solar Energy Production

2 solar installations across operations to reduce 43,415 tons of CO2 over 25-yr period; energy mix increased to 55% electricity from renewables in '23 (up from 44% LY)

#### Supporting Our People

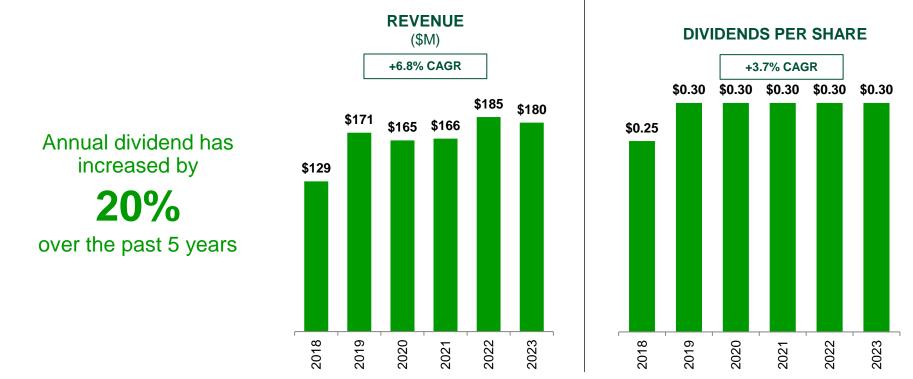
One of the first agricultural employers to offer on-campus housing to their workers; donated over \$2.5M to support our communities in CA and AZ



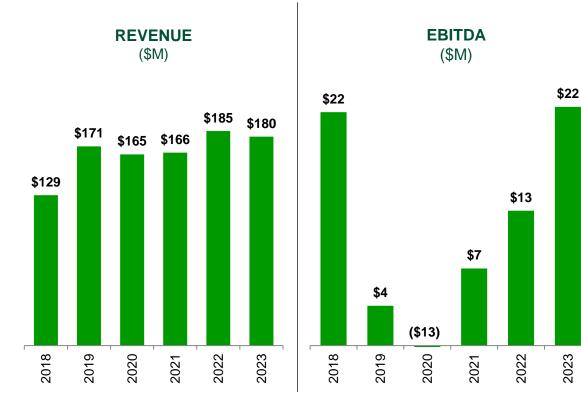
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## Financial Performance & Outlook

# Driving DPS Growth Through Increased Revenue and Operational Efficiencies.



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



The Company expects 5.0-5.5M cartons of fresh lemons and 7.0-8.0M pounds of avocados in FY24

### **Deleveraging Balance Sheet.**

(\$M) \$130 \$122 \$105 \$105 \$102 \$89 \$89 \$88 \$76 \$68 \$61 \$37 2013 2014 2015 2016 2018 2019 2020 2012 2017 2022 2023 2021

**NET DEBT** 

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### **Highlights From FY 2023.**

1

3

- Sold Sevilla property for \$2.6M and Northern Properties for \$98M in cash proceeds
- 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
  - LLCB partnership closed an additional 121 residential homesites at Harvest at Limoneira, completing the sell-out of Phase 1's 707 homesites
- Paid net debt down to ~\$37M at the end of FY23

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

#### **Projections**

THE COMPANY EXPECTS TO RECEIVE

\$131м

from Harvest at Limoneira spread out over **nine fiscal years**, with approximately **\$8 million received** in FY22.

> THE COMPANY HAS IDENTIFIED **\$180M**

of non-core assets for sale, with **\$50M remaining**.

## 700

Additional acres of non-bearing lemons estimated to become full bearing over the **next four to five** years. THE COMPANY HAS GOAL OF **2,000** 

Total acres of avocados over the **next three years.** Today, the company has 1,200 acres of planted avocados.

#### THE COMPANY EXPECTS TO REALIZE



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

Items Completed\* (\$4M) Grower Partner Growth (\$4M) Agency Growth (\$4M) Farm Management Services Growth (\$3M) Avocado Expansion (\$15M)

200 acres expected to become full bearing in FY24. 250

acres of new plantings expected in **FY24**.

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

