

Mars to acquire Kellanova

19 August 2024 | News

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Mars, Incorporated, a family-owned, global leader in pet care, snacking and food, and Kellanova, a leading company in global snacking, international cereal and noodles, North American plant-based foods and frozen breakfast foods, announced that they have entered into a definitive agreement under which Mars has agreed to acquire Kellanova for \$83.50 per share in cash, for a total consideration of \$35.9 billion, including assumed net leverage. The transaction price represents a premium of approximately 44 per cent to Kellanova's unaffected 30-trading day volume weighted average price and approximately 33 per cent to Kellanova's unaffected 52-week high as of August 2, 2024. The total consideration represents an acquisition multiple of 16.4x LTM adjusted EBITDA as of June 29, 2024.

Kellanova is home to iconic snacking brands including Pringles, Cheez-It, Pop-Tarts, Rice Krispies Treats, NutriGrain and RXBAR, as well as cherished food brands including Kellogg's (international), Eggo and MorningStar Farms. With roots dating back more than 100 years, Kellanova has a rich legacy of quality and innovation. Kellanova had 2023 Net Sales of more than \$13 billion, with a presence in 180 markets and approximately 23,000 employees.

Kellanova's portfolio complements the existing Mars portfolio, which includes billion-dollar snacking and confectionery brands like SNICKERS, M&M's, TWIX, DOVE and EXTRA, and KIND and Nature's Bakery. Mars also has 10 pet care brands with over \$1 billion in sales, including ROYAL CANIN, VCA, PEDIGREE, BANFIELD, WHISKAS, BLUEPEARL, CESAR, SHEBA, ANICURA and IAMS. With more than 150,000 associates across its pet care, snack, and food businesses, Mars had 2023 net sales of more than \$50 billion.