McCormick & Company, Inc.
Consumer Analyst Group of NY Conference
February 20, 2018
Certain information contained in this presentation and our remarks, including statements concerning expected performance such as those relating to net sales, earnings, cost savings, acquisitions, trends in flavor, new product introduction, product innovations and brand marketing support, are “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934. These statements may be identified by the use of words such as “may,” “will,” “expect,” “should,” “anticipate,” “intend,” “believe” and “plan.” These statements may relate to: the expected results of operations of businesses acquired by the company, including the acquisition of RB Foods; the expected impact of raw material costs and pricing actions on the company's results of operations and gross margins; the expected impact of productivity improvements, including those associated with our CCI program and global enablement initiative; the expected working capital improvements; expectations regarding growth potential in various geographies and markets, including the impact from customer, channel, category, and e-commerce expansion; expected trends in net sales and earnings performance and other financial measures; the expected impact of the U.S. tax legislation passed in December 2017; the expectations of pension and postretirement plan contributions and anticipated charges associated with such plans; the holding period and market risks associated with financial instruments; the impact of foreign exchange fluctuations; the adequacy of internally generated funds and existing sources of liquidity, such as the availability of bank financing, the anticipated sufficiency of future cash flows to enable the payments of interest and repayment of short- and long-term debt as well as quarterly dividends and the ability to issue additional debt or equity securities; and expectations regarding purchasing shares of McCormick’s common stock under the existing repurchase authorization.

These and other forward-looking statements are based on management's current views and assumptions and involve risks and uncertainties that could significantly affect expected results. Results may be materially affected by factors such as: damage to the company's reputation or brand name; loss of brand relevance; increased private label use; product quality, labeling, or safety concerns; negative publicity about our products; business interruptions due to natural disasters or unexpected events; actions by, and the financial condition of, competitors and customers; the company's inability to achieve expected and/or needed cost savings or margin improvements; negative employee relations; the lack of successful acquisition and integration of new businesses, including the acquisition of RB Foods; difficulties or delays in the successful transition of RB Foods from the information technology systems of the seller to those of McCormick as well as risks associated with the integration and transition of the operations, systems and personnel of the RB Foods, within the remaining term of the post-closing transition services agreement between McCormick and the seller in the first half of 2018; issues affecting the company's supply chain and raw materials, including fluctuations in the cost and availability of raw and packaging materials; government regulation, and changes in legal and regulatory requirements and enforcement practices; global economic and financial conditions generally, including the availability of financing, and interest and inflation rates; the effects of increased level of debt service following the RB Foods acquisition as well as the effects that such increased debt service may have on the company's ability to react to certain economic and industry conditions and ability to borrow or the cost of any such additional borrowing; the interpretations and assumptions we have made, and guidance that may be issued, regarding the U.S. tax legislation enacted in December 2017; assumptions we have made regarding the investment return on retirement plan assets, and the costs associated with pension obligations; foreign currency fluctuations; the stability of credit and capital markets; risks associated with the company's information technology systems, including the threat of data breaches and cyber attacks; fundamental changes in tax laws; volatility in our effective tax rate; climate change; infringement of intellectual property rights, and those of customers; litigation, legal and administrative proceedings; and other risks described in the company's filings with the Securities and Exchange Commission.

Actual results could differ materially from those projected in the forward-looking statements. The company undertakes no obligation to update or revise publicly, any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by law.
Certain disclosures in this presentation and our remarks represent non-GAAP financial measures which are prepared as a complement to our financial measures prepared in accordance with United States generally accepted accounting principles ("GAAP").

We believe that these non-GAAP financial measures are important. The presentation of information on a constant currency basis, the exclusion of special charges, the impact of the acquisition date-inventory fair value adjustment on cost of goods sold, transaction and integration expenses, and other debt costs, and our net debt to Adjusted EBITDA ratio provide additional information that enables enhanced comparisons to prior periods and, accordingly, facilitates the development of future projections and earnings growth prospects or is a meaningful metric to investors in evaluating our financial leverage. This information is also used by management to measure the profitability of our ongoing operations and analyze our business performance and trends.

These non-GAAP financial measures may be considered in addition to results prepared in accordance with GAAP, but should not be considered a substitute for, or superior to, GAAP results. In addition, these non-GAAP financial measures may not be comparable to similarly titled measures of other companies because other companies may not calculate them in the same manner that we do. We intend to continue to provide these non-GAAP financial measures as part of our future earnings discussions and, therefore, the inclusion of these non-GAAP financial measures will provide consistency in our financial reporting. A reconciliation of these non-GAAP financial measures to the related GAAP financial measures is provided in the Appendix to this presentation.
1. We’re a different kind of CPG company
2. We’re delivering against our objectives
3. We’re building the McCormick of the future
WE’RE A DIFFERENT KIND OF CPG COMPANY
McCORMICK IS GLOBAL FLAVOR

$5.2B 2017 Net Sales*

62% Consumer / 38% Flavor Solutions

16,300 products sold annually

70% Americas / 18% EMEA / 12% APZ

Large and fast growing emerging markets penetration

7 acquisitions last 3 years

Leading and iconic flavor brands in 150 countries and territories

Operations and joint ventures in 27 countries

High quality raw materials & ingredients sourced from >80 countries

Leader in clean flavor

~7% of net income from joint ventures

*Pro Forma FY2017 reflecting a full year of the RB Foods’ acquisition
WE’RE A DIFFERENT KIND OF CPG COMPANY

BROAD AND ADVANTAGED GLOBAL FLAVOR PORTFOLIO

* Pro Forma FY2017 reflecting a full year of the RB Foods’ acquisition and approximation of category sizes
WE’RE A DIFFERENT KIND OF CPG COMPANY

NO MATTER WHERE YOU EAT OR DRINK, YOU’RE LIKELY ENJOYING SOMETHING FLAVORED BY McCORMICK…

ACROSS THE GLOBE

19% of global sales*

* Based on 2017 Pro Forma including a full year of RB Foods and includes MKC share of joint ventures

ACROSS EVERY CHANNEL

Net sales by Segment and Region

Consumer Segment
- Traditional Grocery
- Supercenter and club
- Hard Discounters
- Specialty and Ethnic
- E-commerce
- Convenience

Flavor Solutions Segment
- Manufacturers
- Quick Service Restaurants
- Casual Dining Restaurants
- Retail Foodservice
- Broadline & Regional
- Distributors
- Cash & Carry
- E-commerce

Consumer

Americas

EMEA

APZ

EMEA

Americas

APZ

EMEA
WE’RE A DIFFERENT KIND OF CPG COMPANY
NO MATTER WHAT OR WHEN YOU EAT OR DRINK, YOU’RE LIKELY ENJOYING SOMETHING FLAVORED BY McCORMICK…

BROAD RANGE OF CONSUMER FORMATS

24/7 IN- AND AWAY-FROM-HOME

Breakfast
Lunch
Dinner
Snacks
Beverage

BROAD RANGE OF CUSTOMER APPLICATIONS

Beverage
Savory snacks
Bakery & Confectionary
Cereal & bars
Dairy
Meats & sauces

FLAVOR SOLUTIONS FOR EVERY TREND

Every cuisine, clean, natural, non-GMO, organic and Better-for-You
WE’RE A DIFFERENT KIND OF CPG COMPANY
FLAVOR IS AN ADVANTAGED GLOBAL CATEGORY

GLOBAL DEMAND FOR FLAVOR GROWING
5% 5-year CAGR

80% of consumers globally LOVE trying new spices, seasonings and flavors\(^1\)

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</tr>
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</table>

8% CAGR 2017 – 2022 projected in Condiments, Sauces and Dressings in Asia\(^2\)

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1) Euromonitor: In our flavor categories in 2017
2) Global H&W McCormick primary research (SRG) – global average across US, Canada, UK, France, Poland, Australia, China, Mexico. Question: % of people choosing “I love trying new spices, seasonings, and flavors”.

Source: Euromonitor
WE'RE A DIFFERENT KIND OF CPG COMPANY
FRESH FOOD AND CLEAN LABEL GROWTH IS A TAILWIND

Fresh Perimeter growing 2X as fast as total US Food & Beverage

Consumers look for Foods & Beverages that...

- Are minimally processed: 65% (Pt Change vs 2010 +6)
- Contain only ingredients I recognize: 65% (Pt Change vs 2010 +5)
- Have the shortest list of ingredients: 58% (Pt Change vs 2010 +8)

Source: IRI  % US consumers agree strongly/somewhat

THE McCORMICK ADVANTAGE:
WE FLAVOR FRESH AND WE FLAVOR CLEAN

Customers look to us to provide flavor solutions to deliver clean label,

Consumers look to us to flavor fresh food and cooking at home
WE'RE DELIVERING AGAINST OUR OBJECTIVES
SUCCESSFULLY EXECUTING ON STRATEGY

STRENGTHENING OUR FLAVOR LEADERSHIP

....through investments

Frank's RedHot
French's
Gourmet Garden
GIOTTI
Your Natural Flavor House
BRAND AROMATICS

....through growth in priority flavor categories

Beverage
Savory
Snacking
Bakery

....through category management

Basil
Cinnamon

L2 DIGITAL IQ INDEX

....through customer intimacy

Create IT

DELIVERING ON OUR LONG TERM OBJECTIVES

3-Year CAGR*  
Net sales +7%  
Adjusted Operating Income +11%  
Adjusted Operating Margin Expansion 160 bp  
Adjusted EPS +11%  

* In Constant Currency
WE’RE DELIVERING AGAINST OUR OBJECTIVES
PURPOSE-LED PERFORMANCE

DRIVEN TO DO WHAT’S RIGHT

INDUSTRY-LEADING FINANCIAL PERFORMANCE and MAKE EVERY DAY BETTER FOR PEOPLE, OUR COMMUNITIES AND PLANET
WE'RE BUILDING THE McCormick OF THE FUTURE
SCALABLE, AGILE, RELEVANT & FOCUSED

Globally-enabled

Technology-equipped

Insight-driven

Forward-focused

Science-empowered

Sustainably Driven
GIVE YOUR SALMON SOME SWAGGER.

Frank’s RedHot and French’s

The joy of FLAVOR
WE’RE BUILDING THE McCormick OF THE FUTURE
RB FOODS ADDS POWERFUL BRANDS TO THE McCormick PORTFOLIO

EXPANDS CONDIMENTS & SAUCES FROM 7% to 18% OF GLOBAL CONSUMER SALES

#1 or #2 brands in many regions

| McCormick #1 or #2 brands in hot sauce, mustard and BBQ sauce in US and Canada |
|-----------------------------|-----------------------------|
| Frank’s RedHot and French’s adds to McCormick |

+4 MM Incremental Households

>30% Increase in Foodservice customers
WE’RE BUILDING THE MCCORMICK OF THE FUTURE

INCREASING FUEL TO DRIVE FRANK’S REDHOT

DRIVE AWARENESS AND TRIAL

- 1st time on TV in 7 years
- 40% increase in working media
- Enhanced regional programs

- Strengthen share of shelf
- Expanded distribution and core flavors

INCREASE CORE INNOVATION AND EXPAND BEYOND LIQUID

- Buffalo Chicken Dip 4Q 2017
- Jalapeno Popper Dip 2Q 2018
- Frank’s RedHot Recipe Mixes 3Q 2018
- Stingin’ Honey Garlic and Chili Lime 2Q 2018
- Frank’s RedHot Seasoning 4Q 2017
- Frank’s RedHot Seasoning Blends 3Q 2018
WE’RE BUILDING THE McCormick OF THE FUTURE

RE-ENERGIZE FRENCH’S MUSTARD CATEGORY LEADERSHIP

REFRESHED LEADERSHIP AGENDA

- Reinforcing brand position and product integrity
- Working media +60%
- Category management
- Innovation in Specialty

DRIVE USAGE AND H&W BENEFITS

**French’s Mustard**
*Crafted with only simple, quality ingredients.*

- Distilled Vinegar, Water, #1 Grade Mustard Seed, Salt, Turmeric, Paprika, Spice, Natural Flavors and Garlic Powder.

**Give Your Salmon Some Swagger**
*The only thing keeping deviled eggs out of hell.*

Honey Mustard Dipping Sauce and Stone Ground Dijon 2Q 2018

*Mustard made with no artificial flavors.*

**The Only Artificial Ingredient Is the Bottle.**
*Made with #1 grade mustard seeds.*

*Good to meet the French.*

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WE’RE BUILDING THEMcCORMICK OF THE FUTURE
RE-ENERGIZE FRENCH’S MUSTARD WITH PROMOTIONAL SCALE

Launching our BIGGEST Grilling program ever in Summer 2018
WE’RE BUILDING THE McCORMICK OF THE FUTURE
LEVERAGING NEW SCALE FOR GROWTH IN RETAIL

INCREASED SALES COVERAGE AND RESOURCES
Dedicating teams with category focus

- Spices & Seasonings Team
- Condiments & Sauces Team

Adding experience, tools & capabilities previously under resourced at French’s

- Category management
- E-commerce
- Revenue Management

EXTENDING GROWTH ACROSS CHANNELS
Leveraging the MKC focus on growth channels

Launching bundle packs across the portfolio
WE'RE BUILDING THE McCORMICK OF THE FUTURE
LEVERAGING NEW SCALE FOR GROWTH IN FOODSERVICE

**INCREASED OPERATOR PENETRATION**

**Combining Complementary Strengths**

**McCormick**
- Back-of-house
- Geographically aligned
- Dry flavor
- Distributor focus
- On-trend, leading, flavor brands

**RB Foods**
- Front-of-house
- Channel aligned
- Liquid flavor
- National Accounts focus

**Expanding The Flavor Solutions We Offer Operators**

- Expanded target accounts
- Cross-selling
- Increased innovation

**RE-ALIGNED OUR SALES ORGANIZATION**

**Created Teams Aligned By Channel**

- **Distributor Team**
- **National Account Team**
- **Specialty Channel Team**

**Adding Capabilities Not Previously Resourced**

- Culinary Team
- Menu Insights
- Trade Promotion Management
WE’RE BUILDING THE McCormick OF THE FUTURE
INCREASED RESOURCES IN FOODSERVICE

LEVERAGE THE FULL PORTFOLIO ACROSS OPERATORS

- Expanding King of Wings program
- Increased National Account menu programs
- Leverage superior product
- Drive table-top growth behind bundled programs
- Enhanced cross-selling across full portfolio
- Packaging innovation in all product formats
**INTEGRATING FRANK’S REDHOT AND FRENCH’S INTO THE McCormick GLOBAL NETWORK**

**INCREASING PENETRATION WHERE McCormick ALREADY SELLS CONDIMENTS & SAUCES**

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<th>Previous Resources</th>
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WE'RE DELIVERING AGAINST OUR OBJECTIVES

DRIVING GROWTH THROUGH GLOBAL McCormick

Building Frank’s RedHot to #1 Globally

$3.4B global Hot Sauce category

$947M  $477M  $355M  $1.6B

+25.4% category growth since 2012

All Other
Flavor Solutions

The joy of FLAVOR
WE'RE A DIFFERENT KIND OF FLAVOR COMPANY
McCORMICK FLAVOR SOLUTIONS

$2.0B 2017 Net Sales*

Custom solutions for every food & beverage category, application and trend

Culinary, real food, leadership

Leader in Clean label, Organic, Natural extracts and better-for-you solutions

Innovation with deep in-market consumer & trend insight

Customer intimacy leadership

Partner with TOP 10 packaged food & beverage companies and 9 of top 10 foodservice restaurant chains

Technically advanced

Materials & application science, quality & regulatory leadership

* Proforma 2017 Net sales with full year of RB Food acquisition
WE’RE A DIFFERENT KIND OF FLAVOR COMPANY
CULINARY IS OUR FOUNDATION

REAL FOOD. REAL BEVERAGE. REAL INNOVATION.

- World-class Executive Chefs, Certified Research Chefs, Specialty Chefs, Culinary Nutritionists, Mixologists
- Deep expertise translating global preferences into successful product concepts and flavors

- State-of-the-art facilities and culinary technology
- 10 culinary teams spanning the globe
- McCormick Flavor Academy for Customer culinary groups
WE'RE A DIFFERENT KIND OF FLAVOR COMPANY
FUSION OF ART AND SCIENCE

OUR PROPRIETARY FLAVOR MODULATION TECHNOLOGIES

▪ MEET “LOW” AND “NO” CHALLENGES WITHOUT SACRIFICING ICONIC FLAVOR
▪ EASE BURDEN OF COST-IN-USE TARGETS

CONSISTENTLY DELIVERING. CONSISTENTLY PREFERRED.

FLAVORCELL®
OUR FLAVOR DELIVERY ENCAPSULATION TECHNOLOGY MAKING THE MAGIC HAPPEN

▪ Creates complex craveable flavors with layered, sequential release for uniquely experiential flavor
▪ Preserves flavor integrity during intensive manufacturing processes
WE'RE A DIFFERENT KIND OF FLAVOR COMPANY
CLEAN LABEL: KEEPING IT REAL.

MCCORMICK CLEAN MEANS … CLEAN.

CUSTOM FLAVOR SOLUTIONS FOR “LOW” & “NO”

- Natural flavor delivery
- Natural flavor modulation
- Real food ingredients & organics

Rooted in deep expertise in the science of *nature*
WE'RE A DIFFERENT KIND OF FLAVOR COMPANY
SUPERIOR CUSTOMER COLLABORATION

We translate insight into CONSUMER-PREFERRED.

Industry-leading Customer in-field flavor trend emersion and CreateIT programs

WHAT OUR CUSTOMERS SAY...
“McCormick R&D is leading in the area of thought leadership.”
– A top global Consumer Foods Manufacturer

TEAMS AROUND GLOBE AT CENTER OF EMERGING FLAVOR AND CONSUMER EATING TRENDS

Delivering tomorrow’s favorite flavors, Today
SUCCESSFULLY EXECUTING ON OUR STRATEGY

WE’RE DELIVERING AGAINST OUR OBJECTIVES

STRENGTHENING OUR FLAVOR LEADERSHIP

Grow and migrate our portfolio to value-added products

Accelerate Customer Intimacy

Drive growth from priority categories

Invest in innovation and technology

DELIVERING ON OUR LONG TERM OBJECTIVES

3-Year CAGR*

Net sales $+8%$

Adjusted Operating Income $+23%$

Adjusted Operating Margin $+380$ bps

* In constant currency
WE’re DELIVERING AGAINST OUR OBJECTIVES
PORTFOLIO SHIFT DRIVING MARGIN EXPANSION

GLOBAL SHIFT TO MORE VALUE-ADDED PRODUCTS

Shifted the Portfolio from 62% to 72% Value-Add

8.3%  9.5%  10.0%  11.9%

2014  2015  2016  2017*

Expanding adjusted operating margin**

** As reported

*Based on Pro Forma FY2017 reflecting a full year of the RB Foods' acquisition
WE’RE DELIVERING AGAINST OUR OBJECTIVES

EXPANDING FLAVOR CUSTOMER AND CATEGORY BASE

**FLAVOR CUSTOMER EXPANSION**

Tripled our global flavor supplier status in the last 3 years

Increased US mid-tier customer sales

19% 3-year CAGR

Added 1,300 regional customers in EMEA in last 3 years

**CATEGORY GROWTH**

+37% 3-year sales CAGR global beverage growth

+20% 2-year sales CAGR USDA organic savory
WE'RE DELIVERING AGAINST OUR OBJECTIVES
DELIVERING INDUSTRY-LEADING CUSTOMER INTIMACY

INCREASED ENGAGEMENT IN VALUE-ADD FLAVOR

+26% 3-year CAGR in Global Customer TIC visits

+8% 3-year sales CAGR in products using our flavor modulation technology

+89% 3-year sales CAGR in products utilizing FLAVORCELL technology

OVER 60% of 2017 US briefs had better-for-you attributes
WE’RE DELIVERING AGAINST OUR OBJECTIVES

INVESTMENTS TO DRIVE GROWTH

SINGAPORE

ITALY

UK

TURKEY

SHANGHAI

US

BRAZIL

THAILAND
WE'RE BUILDING THE McCORMICK OF THE FUTURE
EXPANDING OUR BREADTH

TECHNOLOGY
- Natural extracts, Organics & juice concentrates
- USDA Organic savory flavors & technologies

TALENT
- Expanding science and commercial talent
- Enhancing capabilities with talent

CATEGORIES
- Beverage, sweet, savory and dairy
- Soups, condiments, proteins and snacks

CUSTOMERS
- Wider product range for existing customers
- New customer relationships
CUTTING-EDGE TECHNOLOGY INVESTMENT

WE'RE BUILDING THE MCCORMICK OF THE FUTURE

THE FUTURE OF INNOVATION

COMPUTATIONAL CREATIVITY

Ground-breaking technology utilizing artificial intelligence to deliver CONSUMER-PREFERRED—faster, better with even higher consumer preference scores.
FOR EVERY CUSTOMER NEED THERE’S A McCORMICK FLAVOR SOLUTION

WE ARE THE SECRET SAUCE BEHIND OUR CUSTOMERS’ SECRET SAUCE

Favorite drinks. Iconic burgers. From every corner of the globe to every corner of the store, McCormick flavor solutions are everywhere and helping the biggest brands create flavors that keep people coming back for more.

OUR CUSTOMERS ARE MANY OF THE LEADING …

CONSUMER FOOD MANUFACTURERS

QUICK SERVICE RESTAURANTS

FOODSERVICE OPERATORS

… AROUND THE WORLD
WE’RE A DIFFERENT KIND OF CPG COMPANY
McCORMICK CONSUMER

$3.2B 2017 Net Sales*

Leading and iconic flavor brands in 150 countries and territories

Products at every price point, from Branded to Private Label

10% of cost and 90% of flavor

Flavoring Fresh, Inspiring Healthy Choices

Category leadership

Traditional Grocery, Supercenter & Club, Hard Discounters, E-commerce, Convenience, Specialty & Ethnic

Digital leadership

Broad range of products, categories and formats

* Pro Forma FY2017 reflecting a full year of the RB Foods’ acquisition
CONSUMER DEMAND FOR FLAVOR CONTINUES TO GROW

WE’RE A DIFFERENT KIND OF CPG COMPANY

INCREASE IN COOKING AT HOME

81% of all meals & snacks are made at home

2 pt increase over last 10 years

DEMAND FOR FLAVOR IN RECIPES IS UP +21 PPTS VS 2007

58.1% 2007
79.0% 2017

% of US general population who ‘agree completely’ or ‘agree somewhat’ with "I usually add flavorful spices & ingredients when cooking or preparing a meal."

+35 PPT INCREASE IN MILLENNIAL DEMAND FOR FLAVOR VS 2007

83% 2017

% of US Millennials (18-34) who ‘agree completely’ or ‘agree somewhat’ with "I usually add flavorful spices & ingredients when cooking or preparing a meal."

Sources: 1) The NPD Group’s National Eating Trends® and CREST® services, Year Ending Feb, 2017. 2) NMI 2017 Health & Wellness Trends in America
WE’RE A DIFFERENT KIND OF CPG COMPANY

YOUNGER GENERATIONS FUELING FLAVOR DEMAND

MILLENNIALS (24%) AND GEN Z (26%) MAKE UP HALF OF U.S. POPULATION

MILLENNIALS ARE DRIVING INCREASED DEMAND FOR FLAVOR

78% say they love to cook

83% reporting fewer restaurant visits and more cooking more at home

McCormick holds leading share of Millennial spice and herb purchases

74% view McCormick brand as authentic; a brand that ‘gets me’

Source: Mintel Report “Cooking Enthusiasts” November 2017
GEN Z* IS SHAPING UP TO BE EVEN MORE FOCUSED ON FLAVOR

Looking for…
“Natural”, “Organic”, and “Sustainable”
Delicious, fresh, fast, made from scratch, global cuisine

84% of GenZ foodies say more likely to buy brand that exposes to new sensations or experiences

Index higher than all adults in feeling spices & seasonings make a dish unique

Fastest growing cohort in the growth of fresh foods**

More likely to shop Groceries online

MILLENIALS (24%) AND GEN Z (26%) MAKE UP HALF OF U.S. POPULATION

Sources: Mintel Report “Cooking Enthusiasts” November 2017
The NPD Group/National Eating Trends®, 2YE ending Aug ’17

*Gen Z defined as 0-20
**Fresh food defined as fresh fruit, vegetables, refrigerated meats, poultry, fish, and eggs
WE'RE A DIFFERENT KIND OF CPG COMPANY
McCORMICK DELIVERS ON CONSUMER DEMAND FOR SOCIAL IMPACT

INCREASING CONSUMER INTEREST AND INFLUENCE

Business practices about which companies should be transparent…

<table>
<thead>
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<th>Business Practice</th>
<th>% US Consumers Agree</th>
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<tr>
<td>Quality Control</td>
<td>83%</td>
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<tr>
<td>Environmental/Social Responsibility</td>
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<td>Sourcing</td>
<td>63%</td>
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<td>Labor practices</td>
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MCCORMICK’S REPUTATION AND PURITY MESSAGES RESONATE WITH CONSUMERS

PURE QUALITY

SOURCING PURE

PURE TASTES BETTER

SUSTAINABLE PRACTICES

COMMUNITY SUPPORT

Source: Hartman Group, 2017 Sustainability Report
WE’RE DELIVERING AGAINST OUR OBJECTIVES
SUCCESSFULLY EXECUTING ON OUR STRATEGY

STRENGTHENING OUR FLAVOR LEADERSHIP

Driving our base business
Accelerating innovation
Expanding our availability and footprint

DELIVERING ON OUR LONG TERM OBJECTIVES

3-Year CAGR*
Net sales +7%
Adjusted Operating Income +7%
Adjusted Operating Margin +40 bp

* In constant currency
WE’RE DELIVERING AGAINST OUR OBJECTIVES

DRIVING STRONG SALES GROWTH IN BRANDED U.S. SPICES & SEASONINGS

+5.2% GROWTH ACROSS CHANNELS IN 2017

HOUSEHOLD GROWTH

Outpacing overall category penetration gains¹

- Total Households +70 bp
- Millennials +130 bp
- Hispanic +280 bp
- African American +40 bp

¹Household penetration change 2015-2017 vs. prior two-year period
WE’RE DELIVERING AGAINST OUR OBJECTIVES

STRENGTHENING SPICE & SEASONING LEADERSHIP THROUGH PACKAGING INNOVATION

DIGITAL CONNECTIVITY AT SHELF WITH SCANNABLE LABELS

NEW STRUCTURAL PACKAGING AND DESIGN
WE'RE DELIVERING AGAINST OUR OBJECTIVES

DRIVING GROWTH BY EXPANDING OUR SPICE & SEASONING ORGANIC RANGE

GROWING NORTH AMERICA ORGANIC SHARE

Successful Conversion #1 share in Organic*

Successful Launch #1 share in Organic

EXPANDING ORGANIC GLOBALLY IN 2018

Herbs & Spices

Herbs & Spices

Red Cap Black Pepper & Garlic

* Total McCormick & Company
WE’RE DELIVERING AGAINST OUR OBJECTIVES
CONTINUED SPICES & SEASONINGS INNOVATION IN NEW FLAVORS AND VARIETIES

All Purpose Blends – Simple ingredients

Club House Signature Blends

Expanded Pepper range
Segmented by heat level and flavor

New Grinders

Re-launching Grillmates Rubs

McCormick Gourmet Flavor Forecast
WE’RE DELIVERING AGAINST OUR OBJECTIVES

GAINING RECIPE MIX SHARE IN KEY MARKETS AROUND THE GLOBE

BASE PROGRAMS AND INNOVATION DRIVING CATEGORY LEADERSHIP IN ALL MARKETS

Sources: IRI Annual Data Ending 11.26.17 – Dry RM. Monthly market share report, December 2017
WE'RE DELIVERING AGAINST OUR OBJECTIVES
EXPANDING CONSUMER AVAILABILITY

BREACKFAST OCCASION

The Flavor Your Breakfast Deserves

CLOSER TO FRESH

Strong 2017 Sales Performance

+22%  +8%  +10%

Expanding distribution
**WE'RE DELIVERING AGAINST OUR OBJECTIVES**

**ACCELERATING SUPPORT BEHIND OUR BRANDS**

**INCREASING GLOBAL MARKETING SPEND**

Increased brand marketing +7% 3-year CAGR

**STRONG INVESTMENT IN DIGITAL**

53% of global and 61% of U.S. media spending

Investing in brand sites as **Flavor Destinations**

**DEELIVERING TOP TIER RESULTS**

U.S. Digital ROI exceeds industry average

3.4 Billion Digital Impressions in FY17

Organic traffic +64% on top global sites

Achieved **Top 3** ranking across U.S. food brands [4 years in 'Top 5']

Source: McCormick / Ipsos – Marketing Mix Mid-Year Analysis December to August 2017

U.S. Marketing Mix Analysis prepared by Marketing Management Analytics
WE’RE BUILDING THE McCormick OF THE FUTURE

DRIVING GROWTH GLOBALLY THROUGH E-COMMERCE

CONTINUING TO DRIVE STRONG E-COMMERCE GROWTH

- Pure Play customers growing +67%
- Brick & Mortar digital shopping growing +23%

INVESTING TO DRIVE GROWTH

- Increased digital product content by 3x
  - Dedicated content teams
  - Globally connected digital library

- Increased dedicated headcount by 2X
  - Dedicated Sales teams
  - Dedicated Innovation team

- Increased focus in 2018
  - Increased promotional support
  - E-commerce friendly products and design
WE’RE BUILDING THE McCORMICK OF THE FUTURE
LAUNCHED A DIRECT TO CONSUMER PLATFORM IN CHINA

McCormick Store on 天猫 TMALL.COM

Offering Innovative Products

Robust Data and Technology Enabled Cooking Inspiration
Purpose-
Led Performance

GLOBAL ENABLEMENT

Purpose-Led Performance

COMPREHENSIVE CONTINUOUS IMPROVEMENT

The joy of FLAVOR
WE’RE A DIFFERENT KIND OF CPG COMPANY
DIFFERENTIATED BY TOP-TIER GROWTH OBJECTIVES

LONG-TERM SALES GROWTH TARGET

LONG-TERM ADJUSTED EPS GROWTH TARGET

Company A
Company B
Company C
Company D
Company E
Company F
Company G

McCormick

0%
1%
2%
3%
4%
5%
6%
7%

0%
2%
4%
6%
8%
10%
12%
14%
WE'RE DELIVERING ON OUR OBJECTIVES

ACHIEVING TOP-TIER BUSINESS PERFORMANCE

<table>
<thead>
<tr>
<th>Year</th>
<th>Net sales (in billions)</th>
<th>Adjusted EPS (per share)</th>
<th>Cash flow from operations (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2008</td>
<td>$2.00</td>
<td>$2.00</td>
<td>$800</td>
</tr>
<tr>
<td>2017</td>
<td>$4.50</td>
<td>$4.50</td>
<td>$900</td>
</tr>
</tbody>
</table>

**Note:** The data represents the growth in net sales, adjusted EPS, and cash flow from operations from 2008 to 2017.
WE'RE DELIVERING ON OUR OBJECTIVES

DELIVERING AGAINST LONG-TERM GROWTH OBJECTIVES

<table>
<thead>
<tr>
<th>3-YEAR CAGR PERFORMANCE*</th>
<th>LONG-TERM FINANCIAL OBJECTIVES*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales growth</td>
<td>Sales growth</td>
</tr>
<tr>
<td>7%</td>
<td>4-6%</td>
</tr>
<tr>
<td>Adjusted operating income</td>
<td>Adjusted operating income</td>
</tr>
<tr>
<td>11%</td>
<td>7-9%</td>
</tr>
<tr>
<td>Adjusted earnings per share</td>
<td>Adjusted earnings per share</td>
</tr>
<tr>
<td>11%</td>
<td>9-11%</td>
</tr>
<tr>
<td>Total shareholder return</td>
<td>Total shareholder return</td>
</tr>
<tr>
<td>13%</td>
<td>11-13%</td>
</tr>
</tbody>
</table>

* In constant currency excluding shareholder return
WE'RE DELIVERING ON OUR OBJECTIVES

EXPANDING ADJUSTED OPERATING MARGINS*

<table>
<thead>
<tr>
<th>Consumer</th>
<th>Flavor Solutions</th>
<th>Total McCormick</th>
</tr>
</thead>
<tbody>
<tr>
<td>18.1% (2014)</td>
<td>8.3% (2014)</td>
<td>14.3% (2014)</td>
</tr>
<tr>
<td>19.0% (2017)</td>
<td>11.9% (2017)</td>
<td>16.3% (2017)</td>
</tr>
</tbody>
</table>

Increased focus on profit realization

*Adjusted operating margin as reported
WE'RE DELIVERING ON OUR OBJECTIVES

GENERATING FUEL FOR GROWTH

On track to reach $400 million 4 year goal by 2019

$226M in cost savings achieved in 2016 – 2017

Annual costs savings

<table>
<thead>
<tr>
<th>Year</th>
<th>Raw Materials</th>
<th>Manufacturing</th>
<th>SG&amp;A</th>
<th>Technology/Reformulation</th>
<th>Packaging</th>
<th>2017 Cost savings</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$40</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2013</td>
<td>$60</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2014</td>
<td>$80</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2015</td>
<td>$100</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2016</td>
<td>$120</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2017</td>
<td>$140</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2018E</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
WE'RE DELIVERING ON OUR OBJECTIVES

DELIVERING AGAINST ACQUISITION INTEGRATION AND SYNERGY TARGETS

INTEGRATION

Tracking favorably against original assumptions
- Amortization and interest expense lower
- Transaction and integration costs favorable
- Debt prepayment of $250 million in FY17
- Lower tax rate

SAP implementation & business process integration complete

Transition services agreement nearly complete

SYNERGY

On track for $50 million target

2018 synergies pacing ahead of expectations

Closure of RB Foods’ headquarters

Implementing supply chain and logistics network synergies

Identifying reverse synergy opportunities
WE'RE DELIVERING ON OUR OBJECTIVES
DRIVING RECORD CASH FLOWS WITH WORKING CAPITAL EFFICIENCIES

6TH CONSECUTIVE YEAR OF RECORD CASH FLOWS

EXECUTED PROGRAMS TO ACHIEVE WORKING CAPITAL REDUCTIONS

Cash Flow from Operations

<table>
<thead>
<tr>
<th>Year</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014</td>
<td>$500</td>
</tr>
<tr>
<td>2015</td>
<td>$600</td>
</tr>
<tr>
<td>2016</td>
<td>$700</td>
</tr>
<tr>
<td>2017</td>
<td>$800</td>
</tr>
</tbody>
</table>

Cash Conversion Cycle

<table>
<thead>
<tr>
<th>Year</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014</td>
<td>90</td>
</tr>
<tr>
<td>2015</td>
<td>90</td>
</tr>
<tr>
<td>2016</td>
<td>85</td>
</tr>
<tr>
<td>2017</td>
<td>65</td>
</tr>
</tbody>
</table>
WE'RE DELIVERING ON OUR OBJECTIVES

FOCUSING ON DEBT REPAYMENT AND DIVIDEND INCREASES

$250 MILLION PREPAYMENT ON THREE-YEAR TERM LOAN

DIVIDEND ARISTOCRAT WITH 32 YEARS OF INCREASES

Net Debt to Adjusted EBITDA

Dividends Declared
WE'RE BUILDING THE McCORMICK OF THE FUTURE
PROJECTING ANOTHER YEAR OF TOP TIER PERFORMANCE

2018 OUTLOOK

Sales growth 12% to 14%*

Adjusted operating income 23% to 25%*

Adjusted EPS growth 13% to 15%*

* Includes an expected 1% favorable impact from foreign currency rates;
WE'RE BUILDING THE McCORMICK OF THE FUTURE
PURPOSE-LED PERFORMANCE: DRIVEN TO DO WHAT’S RIGHT

COMMUNITIES
Goals to increase the resilience and improve the livelihoods of small farmers and drive broader community involvement

PLANET
Goals to reduce our environmental impact and to increase sustainability of ingredients we source

PEOPLE
Goals to champion equality, educate and develop our employees, and drive better health outcomes for people everywhere
WE’RE BUILDING THE McCormick OF THE FUTURE
MAKING A POSITIVE IMPACT ON OUR PLANET

REDUCING OUR ENVIRONMENTAL IMPACT

20% reductions by 2025
- Carbon Footprint
- Water Use

80% reduction in solid waste by 2025

Our Solar Powered Facilities

SOURCING SUSTAINABLY

Sustainably sourcing 100% by 2025
Sustainably sourcing our iconic branded herbs and spices

Our Sustainability Certification
WE'RE BUILDING THE McCORMICK OF THE FUTURE
INCREASING THE SUSTAINABILITY OF COMMUNITIES WHERE WE SOURCE

SOURCING FROM 80 COUNTRIES AND THOUSANDS OF GROWERS

UNRIVALED RAW MATERIAL SOURCING REACH & QUALITY EXPERTISE

INCREASED RESILIENCE OF OUR SOURCING COMMUNITIES

14,000 raw material ingredients

2,800 suppliers

Targeting 35,000 small farmers of our iconic herbs & spices with programs to increase their skills and education, income and health
WE’RE BUILDING THE McCormick OF THE FUTURE
BUILDING OUR TECHNICALLY ADVANTAGED SUPPLY CHAIN

APPLYING SCIENCE TO OUR SUPPLY CHAIN TO FURTHER OUR COMPETITIVE ADVANTAGE

Functional Collaboration
- Agronomy (Sourcing)
- Food safety (Quality Assurance)
- Food science (R&D)
- Engineering (Supply Chain)
- Digital technology (IT)

Delivering innovation
- Achieving sustainability milestones
- Delivering spice and herb quality superiority
- Increasing organic capabilities
- Applying advanced digital technologies
WE'RE BUILDING THE McCORMICK OF THE FUTURE
DEVELOPING OUR EMPLOYEES’ SKILLS AND STRENGTHENING OUR ORGANIZATION

REINVENTING OUR BUSINESS PROCESSES

JOURNEY TO EXCELLENCE
High performance culture + skills and tools to eliminate losses

ALIGN  SIMPLIFY  GROW
Build a scalable platform for future growth
WE’RE BUILDING THE McCORMICK OF THE FUTURE

WINNING WITH THE RIGHT PEOPLE AND RIGHT CULTURE

WINNING WAYS OF WORKING

✓ Faster decisions
✓ More personal accountability
✓ Actionable insights
1. We’re a different kind of CPG company
2. We’re delivering against our objectives
3. We’re building the McCormick of the future
The following tables include financial measures of adjusted operating income, adjusted operating income margin, and adjusted diluted earnings per share, each excluding the impact of special charges for each of the periods presented. These financial measures also exclude the impact of items associated with our acquisition of RB Foods on August 17, 2017 (in particular, the amortization of the acquisition-date fair value adjustment of inventories that is included in cost of goods sold, transaction and integration expenses, and other debt costs) as these items significantly impact comparability between years. These financial measures also exclude, for 2018, and the comparison of our expected results for 2018 to 2017, the net estimated impact of the effects of the repatriation tax and re-measurement of our U.S. deferred tax assets and liabilities as a result of the recent U.S. tax legislation as these items will significantly impact comparability between years. Adjusted operating income, adjusted operating income margin, and adjusted diluted earnings per share, or percentage increases associated with any of these measures, represent non-GAAP financial measures which are prepared as a complement to our financial results prepared in accordance with United States generally accepted accounting principles.

In our consolidated income statement, we include the amortization of the acquisition-date inventory fair value adjustment within cost of goods sold as acquired inventory is sold. In our consolidated income statement, we include separate line items captioned “Special charges” and “Transaction and integration expenses” in arriving at our consolidated operating income. In our consolidated income statement, we include a separate line item captioned “Other debt costs” in arriving at our consolidated net income. Special charges consist of expenses associated with certain actions undertaken by the company to reduce fixed costs, simplify or improve processes, and improve our competitiveness and are of such significance in terms of both up-front costs and organizational/structural impact to require advance approval by our Management Committee. Upon presentation of any such proposed action (including details with respect to estimated costs, which generally consist principally of employee severance and related benefits, together with ancillary costs associated with the action that may include a non-cash component or a component which relates to inventory adjustments that are included in cost of goods sold; impacted employees or operations; expected timing; and expected benefits) to the Management Committee and the Committee’s advance approval, expenses associated with the approved action are classified as special charges upon recognition and monitored on an on-going basis through completion.

Transaction and integration expenses consists of expenses associated with the acquisition or integration of the RB Foods business. These costs primarily consist of amortization of the acquisition-date fair value adjustment of inventories that is included in cost of goods sold; outside advisory, service and consulting costs; employee-related costs; and other costs related to the acquisition, including the costs related to the Bridge financing commitment that is included in other debt costs. We anticipate incurring additional integration costs in 2018.

We believe that these non-GAAP financial measures are important. The exclusion of special charges, the impact of the acquisition date-inventory fair value adjustment on cost of goods sold, transaction and integration expenses, and other debt costs provide additional information that enables enhanced comparisons to prior periods and, accordingly, facilitates the development of future projections and earnings growth prospects. This information is also used by management to measure the profitability of our ongoing operations and analyze our business performance and trends.

These non-GAAP financial measures may be considered in addition to results prepared in accordance with GAAP, but should not be considered a substitute for, or superior to, GAAP results. In addition, these non-GAAP financial measures may not be comparable to similarly titled measures of other companies because other companies may not calculate them in the same manner that we do. We intend to continue to provide these non-GAAP financial measures as part of our future earnings discussions and, therefore, the inclusion of these non-GAAP financial measures will provide consistency in our financial reporting. A reconciliation of these non-GAAP financial measures to the related GAAP financial measures is provided in the information that follows.
The following provides a reconciliation of our operating income to adjusted operating income and our adjusted operating income margin.

<table>
<thead>
<tr>
<th></th>
<th>Year Ended November 30,</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2014</td>
</tr>
<tr>
<td>Operating income</td>
<td>$603.0</td>
</tr>
<tr>
<td>Impact of transaction and integration expenses included</td>
<td></td>
</tr>
<tr>
<td>in cost of goods sold</td>
<td>–</td>
</tr>
<tr>
<td>Impact of other transaction and integration expenses</td>
<td>–</td>
</tr>
<tr>
<td>Impact of special charges</td>
<td>5.2</td>
</tr>
<tr>
<td>Percentage increase in adjusted earnings per share –</td>
<td></td>
</tr>
<tr>
<td>diluted</td>
<td>$608.2</td>
</tr>
<tr>
<td>Adjusted operating margin (1)</td>
<td>14.3%</td>
</tr>
</tbody>
</table>

(1) Adjusted operating income margin is calculated as adjusted operating income as a percentage of net sales for each period presented.
NON-GAAP FINANCIAL MEASURES

The following provides a reconciliation of our estimated increase in adjusted earnings per share for 2018, and the related percentage increase, and actual results for 2017.

<table>
<thead>
<tr>
<th></th>
<th>2018 Projection</th>
<th>2017</th>
</tr>
</thead>
<tbody>
<tr>
<td>Earnings per share – diluted</td>
<td>$6.89 to $7.14</td>
<td>$3.72</td>
</tr>
<tr>
<td>Impact of special charges, transaction and integration expenses and other debt costs</td>
<td>0.24</td>
<td>0.54</td>
</tr>
<tr>
<td>Estimated non-recurring benefit, net, or recent U.S. tax legislation</td>
<td>(2.33) to (2.48)</td>
<td>—</td>
</tr>
<tr>
<td>Adjusted earnings per share – diluted</td>
<td>$4.80 to $4.90</td>
<td>$4.26</td>
</tr>
<tr>
<td>Percentage increase in adjusted earnings per share – diluted</td>
<td>13% to 15%</td>
<td></td>
</tr>
</tbody>
</table>
Because we are a multi-national company, we are subject to variability of our reported U.S. dollar results due to changes in foreign currency exchange rates. Those changes have been volatile over the past several years. The exclusion of the effects of foreign currency exchange, or what we refer to as amounts expressed “on a constant currency basis”, is a non-GAAP measure. To present the compounded annual growth rates (“CAGR”) percentages in sales, adjusted operating income and adjusted earnings per share on a constant currency basis, sales and adjusted operating income and adjusted net income for entities reporting in currencies other than the U.S. dollar are translated into U.S. dollars at the company’s budgeted exchange rate for 2018 for all periods. This calculation is performed to arrive at adjusted earnings per share on a constant currency basis by dividing adjusted net income divided by historical shares outstanding for the applicable fiscal year.

A reconciliation of McCormick’s actual CAGR and constant currency CAGR follows:

<table>
<thead>
<tr>
<th>CAGR Measurement</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>3-Year CAGR – Net sales</td>
<td>4%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>3%</td>
</tr>
<tr>
<td>3-Year CAGR – Net sales on a constant currency basis</td>
<td>7%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted operating income</td>
<td>9%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted operating income on a constant currency basis</td>
<td>11%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted earnings per share</td>
<td>8%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>3%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted earnings per share on a constant currency basis</td>
<td>11%</td>
</tr>
</tbody>
</table>
A reconciliation of our Consumer and Flavor Solutions actual CAGR and constant currency CAGR for sales and adjusted operating income follows:

<table>
<thead>
<tr>
<th></th>
<th>Consumer</th>
<th>Flavor Solutions</th>
</tr>
</thead>
<tbody>
<tr>
<td>3-Year CAGR – Net sales</td>
<td>4%</td>
<td>5%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>3%</td>
<td>3%</td>
</tr>
<tr>
<td>3-Year CAGR – Net sales on a constant currency basis</td>
<td>7%</td>
<td>8%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted operating income</td>
<td>6%</td>
<td>18%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>1%</td>
<td>5%</td>
</tr>
<tr>
<td>3-Year CAGR – Adjusted operating income on a constant currency basis</td>
<td>7%</td>
<td>23%</td>
</tr>
</tbody>
</table>
In addition to the above non-GAAP financial measures, we use a leverage ratio which is determined using non-GAAP measures. A leverage ratio is a widely-used measure of ability to repay outstanding debt obligations and is a meaningful metric to investors in evaluating financial leverage. We believe that our leverage ratio is a meaningful metric to investors in evaluating our financial leverage and may be different than the method used by other companies to calculate such a leverage ratio. We determine our leverage ratio as net debt (which we define as total debt, net of cash in excess of $75.0 million) to adjusted earnings before interest, tax, depreciation and amortization (Adjusted EBITDA). We define Adjusted EBITDA as net income plus expenses for interest, income taxes, depreciation and amortization, less interest income and as further adjusted for cash and non-cash acquisition-related transaction and integration expenses (which may include the effect of the fair value adjustment of acquired inventory on cost of goods sold), special charges and stock-based compensation expenses. Adjusted EBITDA and our leverage ratio are both non-GAAP financial measures. Our determination of the leverage ratio is consistent with the terms of our $1.0 billion revolving credit facility and our term loans which require us to maintain our leverage ratio below certain levels.

The following table reconciles our net income to Adjusted EBITDA for the year ended November 30, 2017:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net income</td>
<td>$ 477.4</td>
</tr>
<tr>
<td>Depreciation and amortization</td>
<td>125.2</td>
</tr>
<tr>
<td>Interest expense</td>
<td>95.7</td>
</tr>
<tr>
<td>Income tax expense</td>
<td>151.3</td>
</tr>
<tr>
<td>EBITDA</td>
<td>846.6</td>
</tr>
<tr>
<td>Adjustments to EBITDA (1), (2)</td>
<td>117.4</td>
</tr>
<tr>
<td>Adjusted EBITDA</td>
<td>$ 967.0</td>
</tr>
<tr>
<td>Net debt (3)</td>
<td>$ 4,915.3</td>
</tr>
<tr>
<td>Leverage ratio (Net debt/Adjusted EBITDA)</td>
<td>5.1</td>
</tr>
</tbody>
</table>

(1) Adjustments to EBITDA are determined under the leverage ratio covenant in our $1.0 billion revolving credit facility and term loan agreements and includes special charges, stock-based compensation expense and, for the trailing twelve-month period ended November 30, 2017, transaction and integration expenses (related to RB Foods acquisition), including other debt costs.

(2) The leverage ratio covenant in our $1.0 billion revolving credit facility and the term loan agreements provide that Adjusted EBITDA also includes the pro forma impact of acquisitions. As of November 30, 2017, our leverage ratio under the terms of those agreements is 4.5.

(3) The leverage ratio covenant in our $1.0 billion revolving credit facility and the term loan agreements define net debt as the sum of short-term borrowings, current portion of long-term debt, and long-term debt, less the amount of cash and cash equivalents that exceeds $75.0 million.