BUILDING THE McCormick OF THE FUTURE

McCormick & Company, Inc. CAGNY Conference
February 20, 2019
FORWARD-LOOKING INFORMATION

Certain information contained in this presentation, including statements concerning expected performance such as those relating to net sales, earnings, cost savings, acquisitions, brand marketing support and income tax expense, are “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934 (the "Exchange Act"). 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 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 ("GE") 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 Pub.L 115-97, “An Act to provide for reconciliation pursuant to titles II and V of the concurrent resolution on the budget for fiscal year 2018” (the "U.S. Tax Act"); the expectations of pension and postretirement plan contributions and anticipated charges associated with those 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; issues affecting the company's supply chain and raw materials, including fluctuations in the cost and availability of raw and packaging materials and freight; 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 Act; 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, transaction and integration expenses, the non-recurring benefit of the U.S. Tax Act 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.
We’re a different kind of CPG company

We’re delivering against our objectives

We’re building the McCormick of the future
We’re investing for the future

We’re sustainably advantaged for growth
### McCormick is Global Flavor

**2018 Net Sales: $5.4B**

- **61%** Consumer
- **39%** Flavor Solutions
- **16,300** products
- **16,300** products
- Operations and joint ventures in **27** countries
- Leading and iconic flavor brands in **150** countries and territories
- Large and fast growing emerging markets penetration
- **~5%** of adjusted net income from joint ventures
- **~14,000** raw materials sourced from over **80** countries

**Geographic Breakdown:***

- **69%** Americas
- **19%** EMEA
- **12%** APZ

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**Clean Flavors:**

- Leader in clean flavor

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**Brands and Products:**

- Leading and iconic flavor brands in **150** countries and territories
- **~14,000** raw materials sourced from over **80** countries

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**Sustainability:**

- Operations and joint ventures in **27** countries
- Large and fast growing emerging markets penetration
WE’RE A DIFFERENT KIND OF CPG COMPANY

McCORMICK CONSUMER SEGMENT

Leading and iconic flavor brands in 150 countries and territories

$3.3B 2018 Net Sales

Flavoring Fresh, Inspiring Healthy Choices

Products at every price point, from Branded to Private Label

Category leadership

Digital leadership

10% of a meal’s cost, yet 90% of the flavor
WE’RE A DIFFERENT KIND OF CPG COMPANY

McCORMICK FLAVOR SOLUTIONS SEGMENT

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

$2.1B 2018 Net Sales

Culinary, real food, leadership

Partner with Top 10 packaged food & beverage companies and Top 10 foodservice restaurant chains

Customer intimacy leadership

Innovation with deep in-market consumer & trend insight

Materials & application science, quality & regulatory leadership
WE’RE A DIFFERENT KIND OF CPG COMPANY

BROAD AND ADVANTAGED GLOBAL FLAVOR PORTFOLIO

$5.4 Billion NET SALES

1) 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

Net sales by Segment and Region

ACROSS EVERY CHANNEL

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

STRONG PRESENCE IN DEVELOPING MARKETS

20% of global sales¹

1) Includes McCormick share of joint ventures
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

BROAD RANGE OF CUSTOMER APPLICATIONS

Beverage  Savory snacks  Bakery & Confectionary

Cereal & bars  Dairy  Meats & sauces

24/7 IN- AND AWAY-FROM-HOME

FLAVOR SOLUTIONS FOR EVERY TREND

Every cuisine, clean, natural, non-GMO, organic and Better-for-You
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH

FLAVOR IS AN ADVANTAGED GLOBAL CATEGORY

GLOBAL DEMAND FOR FLAVOR CONTINUING TO GROW

5% 5-year CAGR

79% of U.S. consumers add flavorful ingredients and spices¹

81% of French consumers are interested in trying new food or flavors²

71% of Australian consumers love trying new spices, seasonings and flavors³

>60% of U.K. consumers like trying new recipes and ingredients⁴

Use of spicy condiments is on the rise in Europe. In the U.S. use is at 54% vs 46% in 2012¹

U.S. consumer sauce use has doubled in past 6 years¹

1) Source: NMI 2017, Health & Wellness Trends in America
2) Source: IPSOS 2017, Periscope (Irish Food Board)
3) Source: Gourmet Garden U&A Nov 2018
4) Source: Relish Research 2018, Project Puzzle
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH

GEN Z IS HYPER FOCUSED ON FLAVOR

The most ethnically diverse generation in history¹

85 MILLION STRONG – largest U.S. segment²

$500B in buying power³

Nostalgic for brands and flavors with heritage⁴

Seek function, authenticity, flavor and excitement from food⁵

Global flavor palate⁴

Like bold flavor⁴

Ethics-driven food choices⁴

Digital natives Phone eats first⁴

1) Source: Pew Research, 11/15/18
2) Source: Nielsen Total Audience Report, 2017
3) Source: is Package Facts, 7/5/18
4) McCormick proprietary learnings: Consumer Eyes Gen Z Immersion Experience, November 2018
5) Source: Mintel 7/6/18.
WE'RE BUILDING THE MCCORMICK OF THE FUTURE

DRIVEN TO INNOVATE

SCALEABLE, AGILE, RELEVANT, FOCUSED

GLOBALLY-OPTIMIZED

TECHNOLOGY-ENABLED

INSIGHT-DRIVEN

SUSTAINABLY-DRIVEN

SCIENCE-EMPOWERED

FORWARD-FOCUSED
OUR CONSUMER FLAVOR LEADERSHIP
20% GLOBAL CATEGORY SHARE LEADER¹

2018 Sales Global Share

McCormick
Next largest Competitor
2nd largest Competitor
All Other

DRIVING GLOBAL LEADERSHIP
✓ Strong brand equity
✓ New product and packaging innovation
✓ Category management

#1 SHARE ACROSS KEY MARKETS¹

U.S.
Canada
Mexico
France
U.K.
Spain
Portugal
Belgium
Ireland
Switzerland
Ukraine
Hong Kong
Malaysia
Philippines
Singapore

4.3% U.S. MKC BRAND GROWTH²

All Channels 4.3%
Unmeasured 12.7%
Measured 3.6%

3-Year CAGR Dollar % change

1) Source: Syndicated retail consumption data 2018
2) Source: IRI, Total U.S. Multi-Outlet Fiscal 2018 vs Fiscal 2015
GROWING BRANDED CONSUMPTION IN KEY MARKETS

WE’RE DELIVERING AGAINST OBJECTIVES
STRENGTHENING OUR LEADERSHIP IN RECIPE MIXES

GROWING BRANDED CONSUMPTION IN KEY MARKETS:

#1 U.S.  +3.3%

#1 Canada  +0.7%

#2 U.K.  +3.6%

#1 China  +4.9%

DRIVING GLOBAL LEADERSHIP
✓ Strong brand equity
✓ Category management
✓ New products

1) Source: Syndicated retail consumption data 2018
WE'RE DELIVERING AGAINST OBJECTIVES

STRENGTHENING PERFORMANCE ACROSS CONDIMENTS & SAUCES

**U.S. GRILLING SUCCESS**
- +4% 2018
- U.S. grilling growth

**STRONG CHINA MOMENTUM**
- #2 Ketchup market leader and gaining share
- +0.8 ppt

**WINNING WITH HISPANIC CONSUMERS**
- Mayonnaise Share Gains
  - +0.2 ppt U.S.
  - +0.6 ppt Mexico
  - +2.0 ppt CAM

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1) Source: IRI data fiscal year ending 11/25/18
2) Source: Kantar data Nov 2017 – Nov 2018
3) Source: Syndicated data July 2018 – Dec 2018
STRONG TOTAL BRAND GROWTH

U.S.  +5%\(^1\)
Canada +5%\(^1\)
U.K.  +16%\(^1\)

Double Digit Other
International Market Growth\(^2\)

CENTRALIZED FRANK’S GLOBAL TV AND CONTENT CREATIVE

U.S., Canada, and Australia Commercial

CHINA LAUNCH

Retail
Food Service

1) Source: Syndicated retail consumption data 2018
2) Source: Based on export shipments
ACCELERATING FRANK’S AND FRENCH’S U.S. CONSUMPTION

WE’RE DELIVERING AGAINST OBJECTIVES

CONSUMPTION IMPROVEMENT AFTER INTEGRATION

Dollar Sales Change vs Year Ago

-8% -6% -4% -2% 0% 2% 4% 6% 8% 10%

Q1 2018 Q2 2018 Q3 2018 Q4 2018 Q1 2019 QTD French’s Mustard

Frank’s Redhot

Q1 QTD

DRIVING FRANK’S AND FRENCH’S MOMENTUM

- Strengthening distribution
- Category management
- Brand equity investments
- Innovation

1) Source: IRI, Total U.S. Multi-Outlet
WE’RE DELIVERING AGAINST OBJECTIVES

GROWING TOTAL U.S. McCORMICK BRANDED CONSUMER CONSUMPTION

16 QUARTERS OF MEASURED CONSUMPTION GROWTH

Total U.S. Consumer (excluding Frank’s and French’s)
Dollar Sales Change vs. Year Ago

1) Source: IRI, Total U.S. Multi-Outlet
GROWTH

CONSUMER NEW PRODUCTS
DELIVERING ON CONSUMER DEMAND FOR HEALTH AND TRANSPARENCY

WE’RE INVESTING FOR THE FUTURE

SUCCESSFULLY GROWING ORGANIC RANGE
2018 New Products

EXPANDING TRANSPARENCY & HEALTHY MEALS
2019 New Products

- Plant-based, high-protein and high fiber flavorful meal
- New simple and clean formulations

U.S. | U.K. | France | Australia
WE'RE INVESTING FOR THE FUTURE

RENOVATING BRANDS TO STRENGTHEN CONSUMER RELEVANCE

BUILDING UPON STRONG RESULTS
2018 New Products

- ✓ Driving category growth
- ✓ 7% reduction in carbon footprint

INTRODUCING NEW PREMIUM OFFERINGS,
LEVERAGING REGIONAL PRIDE & RESTAGING CORE
2019 New Products

- First Choice
- U.S. Gourmet Premium Salt & Pepper
- “Grown in France”
- China Core Packaging Redesign
EXPANDING ON-TREND FLAVORS & VARIETIES
2018 New Products

- U.S Global Seasoning blends
- Canada Recipe Mix Power Bowls
- China World Flavor Sauces
- U.K. Street Food Seasonings

ADVANCING GLOBAL FLAVOR DISCOVERY
2019 New Products

- Co-branded offerings for extended reach
- U.K. Millennial-inspired seasoning blends
- Canada new flavors and formats
- Localized labels on exported American flavor

WE'RE INVESTING FOR THE FUTURE
INSPIRING FLAVOR EXPLORATION AND EXPERIMENTATION
WE'RE INVESTING FOR THE FUTURE

PROVIDING CONSUMERS WITH CONVENIENT SOLUTIONS

MAKING DINNERS EASY
2018 New Products

- China Rice Cooker One Pot Seasoning
- U.K. Tray Bakes
- India Ready-to-Cook Basmati Kits

OFFERING CONVENIENCE WITH FLAVOR
2019 New Products

- U.S. One Dishes
- U.S. Grill Mates Marinade Mixes
- U.S. Frank’s Frozen Wings
- U.S. French’s Dipping Sauces
WE’RE INVESTING FOR THE FUTURE

ARTIFICIAL INTELLIGENCE IN PRODUCT AND FLAVOR DEVELOPMENT

McCORMICK AND IBM® PARTNERSHIP PIONEERING ARTIFICIAL INTELLIGENCE FOR FLAVOR

EXTRACTING KEY INSIGHTS

Unparalleled repository of consumer preference data

<table>
<thead>
<tr>
<th>Consumer Science and Flavor Palette Data</th>
<th>Food Chemistry and Food Science Data</th>
</tr>
</thead>
<tbody>
<tr>
<td>500+ million data points and growing</td>
<td>10+ million data points and growing</td>
</tr>
</tbody>
</table>

Launching new flavors created using artificial intelligence “ONE” in March 2019

Scaling this technology across 20 Labs in 14 Countries by late 2021

Will accelerate the speed of flavor innovation by up to 3X for Consumer and Flavor Solutions businesses
CONSUMER DIGITAL ACCELERATION
ACHIEVING DOUBLE-DIGIT TOTAL E-COMMERCE GROWTH

Grew global E-commerce sales +41% 2018

E-commerce sales +61% in China, with new Tmall flagship store

+58% U.S. growth, with Bricks & Mortar (omni-channel) outpacing Pure Play
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH
SUCCEEDING ACROSS E-COMMERCE LANDSCAPE

GROWING PURE-PLAY ACROSS ALL REGIONS

+31% global growth
Enhanced content, paid media and improved search rank drove U.S. and India growth

GAINING MOMENTUM WITH OMNI-CHANNEL RETAILERS

2/3 of global E-commerce sales from Omni-Channel retailers
+94% U.S. growth with omni-channel E-Commerce retailers

DRIVING TOP DIGITAL MARKETING PERFORMANCE

Top 3 digital ranking across U.S. food brands

[Image of products with L2 Gartner logo]
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH
BUILDING DIRECT RELATIONSHIPS WITH CONSUMERS

DEdelivering full brand experience via tmall

- Ranked in top 10% of all Tmall brand stores
- ‘Singles Day’ sales beat competitors by 2.5x
- Buyers from >300 cities in China

launched onlineMcCormick shop in the u.s.
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH

LAUNCHING INNOVATION DESIGNED FOR E-COMMERCE

Dedicated U.S. NPD pipeline to propel 3-year net sales growth

250+ new variety/right sized packs launched in 2018 in U.S.

Leveraging Tmall to pilot innovation launches in China
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH
LAUNCHING A GLOBAL PARTNERSHIP WITH TASTY

#1 DIGITAL FOOD NETWORK
- 76% reach of Facebook subscribers monthly
- 2.1 Billion video views/month
- 55% of audience under 35

the official spice of

BRANDED EDITORIAL
First video - 3.9MM views

CO-BRANDED ONLINE AND RETAIL RANGES
- Retail and Direct-to-Consumer product range
- MKC quality and expertise combined with Tasty reach
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH

LAUNCHING ‘FLAVOR MAKER’ MOBILE APP

CONTENT POWERED EXPERIENCES AND DIGITAL INNOVATION

- Meeting consumers in new ways, wherever they are: in their home, online or in store
- Launching 1st Half 2019
OUR FLAVOR SOLUTIONS LEADERSHIP
Global network of almost 500 culinary, food scientist and flavor experts

20 state-of-the-art Technical Innovation Centers

Global Chef’s Culinary Council

McCormick® Flavor Forecast® for almost 20 years
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH
BROAD PORTFOLIO OF NATURAL FLAVOR SOLUTIONS
ENABLED BY LEADING NATURAL SCIENCE AND TECHNOLOGY PROGRAMS

- **NATURAL FLAVORS**
  - Savory, fruit, sweet brown and citrus

- **COMPLEX FLAVOR MIXTURES**
  - Complex, dry blends that are sweet or savory flavor systems

- **NATURAL EXTRACTS**
  - Vanilla and a variety of spice and herb extracts

- **CULINARY SYSTEMS**
  - Chicken, beef, seafood & vegetable broths, stocks and concentrates

- **SPICES & HERBS**
  - Naturally treated and dehydrated whole & ground spices & herbs
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH

FLAVOR REAL: CREATING CLEAN FLAVORS THAT ARE A STEP BEYOND NATURAL

LEVERAGING OUR HERITAGE IN CULINARY + NATURAL FOR ON-TREND INNOVATION

100% Natural, Non-GMO

Clean Flavor

Natural Flavor

Artificial Flavor

Setting the benchmark for development of on-trend organic, non-GMO and better-for-you products
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH

FLAVOR FULL: THE FUSION OF ART AND SCIENCE TO DELIVER PREFERRED FLAVOR EXPERIENCES

Full suite of advanced flavor modulation technologies provide unique sensory experience across categories and forms

> 25% of 2018 Flavor products sales leveraged this advanced flavor technology

Meet “low” and “no” challenges without sacrificing iconic flavor
Controlled release encapsulation preserves flavor during intense manufacturing and delivers flavor *where, when and how* it's needed.

Flexible natural replacements for ground spices and herbs for increased concentration and solubility.
WE’RE DELIVERING AGAINST OUR OBJECTIVES

WINNING WITH BOTH OUR GLOBAL AND MID-TIER CUSTOMERS

LEADERSHIP IN CUSTOMER INTIMACY

Customer partnerships driving growth across broad portfolio

- **+5%** 3-year sales CAGR global strategic customers¹
- **+15%** 3-year sales CAGR mid-tier customers¹

+26% 3-year CAGR global customer visits

+80% 2018 global win rate with strategic partners

¹ Using constant exchange rate
WE'RE DELIVERING AGAINST OUR OBJECTIVES

DRIVING TOP LINE GROWTH AND EXPANDING MARGIN

SALES GROWTH
3-YEAR SALES CAGR¹
Net sales +10%

Targeting Attractive Categories and Regions

+42% Beverage flavor
+21% USDA Savory

+9% Asia
+54% Latin America

GLOBAL PORTFOLIO SHIFT STRATEGY
Shifting To More Value-Add

MARGIN EXPANSION
Expanding Adjusted Operating Margin

1) Using constant exchange rate
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH

DRIVING GLOBAL SCALE IN MARKETING EXCELLENCE

SCALING CAPABILITIES ACROSS SEGMENTS, BRANDS, COUNTRIES AND CHANNELS

CENTRALIZED MARKETING FUNCTION WITH AN INTERNAL AGENCY

MARKETING EXCELLENCE WITH GLOBAL SCOPE

✓ Launched in North America for both Consumer and Flavor Solutions in 2018
✓ Launched globally for Frank’s in 2018
✓ Expanding further in 2019

ACCELERATING GROWTH BY LEVERAGING RESOURCES

✓ Enterprise wide planning and execution delivers creative:
  ✓ Faster
  ✓ More effectively
  ✓ More efficiently
WE’RE SUSTAINABLY ADVANTAGED FOR GROWTH

INCREASING AGILITY & MARKETING EFFECTIVENESS ACROSS NORTH AMERICA

SPEED
✓ Increased social media response time
✓ Faster transfer of innovation between markets
✓ Accelerated content to food service channels

EFFICIENCY
✓ Double digit media effectiveness
✓ ~60% more content with 70% created in-house
✓ ~50% more graphics at ~15% less cost

ONE GLOBAL DIGITAL ASSET MANAGEMENT SYSTEM
DELIVERING TODAY WHILE INVESTING FOR TOMORROW
WE'RE DELIVERING AGAINST OUR OBJECTIVES

PURPOSE-LED PERFORMANCE

DRIVEN TO DO WHAT’S RIGHT

INDUSTRY-LEADING
FINANCIAL PERFORMANCE

52 Week Return

Source: FactSet; 52 weeks ended 1/31/19

MAKE EVERY DAY BETTER FOR
PEOPLE, OUR COMMUNITIES AND PLANET

MKC
S&P 500
Large Cap Food

100 Most Sustainable Companies
WE’RE A DIFFERENT KIND OF CPG COMPANY

DIFFERENTIATED TOP-TIER GROWTH OBJECTIVES

LONG-TERM SALES GROWTH TARGET

LONG-TERM ADJUSTED EPS GROWTH TARGET
WE’RE DELIVERING AGAINST OUR OBJECTIVES

ACHIEVING TOP-TIER BUSINESS PERFORMANCE

NET SALES

ADJUSTED EPS

CASH FLOW FROM OPERATIONS

<table>
<thead>
<tr>
<th>Year</th>
<th>2008</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>NET SALES (in billions)</td>
<td>$2.00</td>
<td>$5.00</td>
</tr>
<tr>
<td>ADJUSTED EPS (per share)</td>
<td>$1.00</td>
<td>$4.00</td>
</tr>
<tr>
<td>CASH FLOW FROM OPERATIONS (in millions)</td>
<td>$200</td>
<td>$800</td>
</tr>
<tr>
<td>Value creation</td>
<td></td>
<td></td>
</tr>
<tr>
<td>------------------------</td>
<td></td>
<td></td>
</tr>
<tr>
<td>▪ Leading position in U.S. condiments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>▪ Expanded distribution and accelerated innovation</td>
<td></td>
<td></td>
</tr>
<tr>
<td>▪ Meaningful margin enhancement</td>
<td></td>
<td></td>
</tr>
<tr>
<td>▪ Combination of portfolios driving significant shareholder value</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Synergies and one-time costs</th>
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<tbody>
<tr>
<td>▪ 2018 synergies finished ahead; all synergies expected to be fully realized by 2020</td>
</tr>
<tr>
<td>▪ Transaction and integration costs favorable $40M to original plan</td>
</tr>
<tr>
<td>▪ SAP implementation and business integration completed</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Results</th>
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<tbody>
<tr>
<td>▪ Performance in line with year one plans</td>
</tr>
<tr>
<td>▪ Year 1 EPS accretion target achieved</td>
</tr>
<tr>
<td>▪ FY18 8% incremental sales growth from acquisition delivered</td>
</tr>
<tr>
<td>▪ On track to deleverage to 3.0X by 2020 - paid down &gt;50% of term notes</td>
</tr>
</tbody>
</table>
WE'RE DELIVERING AGAINST OUR OBJECTIVES
DELIVERING STRONG RESULTS ACROSS BOTH SEGMENTS

Sales growth
Adjusted operating income
Adjusted EPS growth
Total shareholder return

<table>
<thead>
<tr>
<th></th>
<th>CONSUMER</th>
<th>FLAVOR SOLUTIONS</th>
<th>TOTAL McCormick</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales growth</td>
<td>8%</td>
<td>9%</td>
<td>8%</td>
</tr>
<tr>
<td>Adjusted operating income</td>
<td>9%</td>
<td>26%</td>
<td>13%</td>
</tr>
<tr>
<td>Adjusted EPS growth</td>
<td></td>
<td></td>
<td>12%</td>
</tr>
<tr>
<td>Total shareholder return</td>
<td></td>
<td></td>
<td>21%</td>
</tr>
</tbody>
</table>

1) FY2015 – FY2018 in constant currency
### WE'RE DELIVERING AGAINST OUR OBJECTIVES

**DELIVERING AGAINST OUR LONG TERM OBJECTIVES**

<table>
<thead>
<tr>
<th>4-YEAR CAGR PERFORMANCE</th>
<th>2019 GUIDANCE</th>
<th>5-YEAR CAGR WITH GUIDANCE</th>
<th>LONG TERM FINANCIAL OBJECTIVE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sales growth(^1)</td>
<td>8%</td>
<td>3 - 5%</td>
<td>7 - 8%</td>
</tr>
<tr>
<td>Adjusted operating income(^1)</td>
<td>13%</td>
<td>9 - 11%</td>
<td>12 - 13%</td>
</tr>
<tr>
<td>Adjusted EPS growth(^1)</td>
<td>12%</td>
<td>6 - 8%</td>
<td>11%</td>
</tr>
</tbody>
</table>

\(^1\) FY2015 – FY2018 in constant currency
WE'RE DELIVERING AGAINST OUR OBJECTIVES

EXPANDING ADJUSTED OPERATING MARGINS’

INCREASED FOCUS ON PROFIT REALIZATION

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2018</th>
</tr>
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<tbody>
<tr>
<td>Consumer</td>
<td>17.3%</td>
<td>19.4%</td>
</tr>
<tr>
<td>Flavor Solutions</td>
<td>9.5%</td>
<td>14.2%</td>
</tr>
<tr>
<td>Total McCormick</td>
<td>14.3%</td>
<td>17.4%</td>
</tr>
</tbody>
</table>

1) Adjusted operating margin as reported
WE’re delivering against our objectives

Margin expansion momentum carries into 2019

**Long term financial objectives**

Implies average of **40 bps** operating income margin improvement annually

**Historical Drivers**

- Comprehensive continuous improvement program
- Portfolio shift to higher margin products
- Synergy realization from Frank’s and French’s

**2019 guidance**

Implies approximately **100 bps** operating income margin improvement

**Historical Drivers**

- Comprehensive continuous improvement program
- Portfolio shift to higher margin products
- Synergy realization from Frank’s and French’s

**Plus 2019 additional drivers**

- Brand marketing leverage
- Global benefit plan standardization
- 2018 headwinds expected to be 2019 tailwinds

1) Constant currency
WE’RE DELIVERING AGAINST OUR OBJECTIVES

GENERATING FUEL FOR GROWTH

ANNUAL COSTS SAVINGS

2018 COST SAVINGS

Nearly $350M cost savings achieved 2016 – 2018

On track to exceed $400 million 4-year goal by 2019
WE’RE DELIVERING AGAINST OUR OBJECTIVES

DRIVING RECORD CASH FLOWS WITH WORKING CAPITAL EFFICIENCIES

7TH CONSECUTIVE YEAR OF RECORD CASH FLOWS
Cash Flow from Operations

EXECUTED PROGRAMS TO ACHIEVE WORKING CAPITAL REDUCTIONS
Cash Conversion Cycle
WE'RE DELIVERING AGAINST OUR OBJECTIVES

FOCUSBING ON DEBT REPAYMENT AND DIVIDEND INCREASES

PAID DOWN >$800 MILLION OF TERM LOANS

Net Debt to Adjusted EBITDA

DIVIDEND ARISTOCRAT WITH 33 YEARS OF INCREASES

Dividends Declared

<table>
<thead>
<tr>
<th>Year</th>
<th>Dividends Declared per share</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014</td>
<td>$0.75</td>
</tr>
<tr>
<td>2015</td>
<td>$1.50</td>
</tr>
<tr>
<td>2016</td>
<td>$1.75</td>
</tr>
<tr>
<td>2017</td>
<td>$2.20</td>
</tr>
<tr>
<td>2018</td>
<td>$2.75</td>
</tr>
</tbody>
</table>
INVESTING FOR THE FUTURE
To radically simplify everything we do, we are investing for the future by building a scalable platform for growth. This involves:

- **Align**: Align our global operating model with end-to-end processes.
- **Simplify**: Radically simplify everything we do.
- **Grow**: Grow at scale via increased digitization and automation.

**WE'RE INVESTING FOR THE FUTURE**

**BUILDING A SCALABLE PLATFORM FOR GROWTH**

**GLOBAL ENABLEMENT**

A Step Change in Working Globally

**We transform McCormick through globally aligned, innovative services, enabling the business to grow**

Further Acceleration coupled with ERP modernization

McCook shared service center in Lodz, Poland
WE'RE INVESTING FOR THE FUTURE
BUILDING A SCALABLE PLATFORM FOR GROWTH
ENTERPRISE RESOURCE PLANNING SYSTEM

ERP Modernization…a multi-year journey

Modernize and **HARMONIZE** global data and standards

Real-time **ACTIONABLE** insights

Achieve operational **EXCELLENCE**

**RAPID** acquisition integration

ERP Target State

Next generation platform enabling global data and digital capabilities to support accelerated organic and inorganic growth

*Align…Simplify…Grow*
WE'RE INVESTING FOR THE FUTURE

CONTINUING TO INVEST IN SUPPLY CHAIN CAPACITY

French's Factory
Brand Aromatics Factory
McPesa Factory Expansion
Giotti Factory
Kamis Factory Expansion
Dubai Factory
Shanghai Factory
Thailand Factory
Gourmet Garden Factory
BUILDING OUR TECHNICALLY ADVANTAGED SUPPLY CHAIN

WE'RE INVESTING FOR THE FUTURE

SCIENCE OF AGRONOMY
Improving yield management and increasing density of output while optimizing and increasing flavor profile

LEVERAGING TECHNOLOGY
Locating and identifying the highest quality ingredient with specific characteristics for an optimized flavor profile

GROWING IN A CONTROLLED ENVIRONMENT
Ensuring continuity of supply and sourcing costs and delivering a consistent superior quality
WE'RE INVESTING FOR THE FUTURE

EXPANDING OUR SUPPLY TO SUPPORT OUR GROWTH AGENDA

McCORMICK SOURCING REACH

PEPPER MASH

SPICES OF THE WORLD

PEPPER MASH
DRIVEN TO DO WHAT’S RIGHT
WE'RE DELIVERING AGAINST OUR OBJECTIVES

PURPOSE-LED PERFORMANCE: DRIVEN TO DO WHAT’S RIGHT

PLANET

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

COMMUNITIES

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

PEOPLE

Goals to champion equality, educate and develop our employees, and drive better health outcomes for people everywhere.
WE'RE DELIVERING AGAINST OUR OBJECTIVES

ADVANCING OUR SUSTAINABLE PRACTICES: NEW PLASTIC REDUCTION GOAL

NEW 2025 GOAL AND ALLIANCES

100% Plastic Packaging that can be:
- Reused
- Recycled
- Repurposed **BY 2025**

Joined Ellen MacArthur NEW Plastics Economy:

7% carbon footprint reduction

16% carbon footprint reduction, BPA-free, fully recyclable
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH

PURPOSE-LED PERFORMANCE IS A PRIORITY TO CONSUMERS & CUSTOMERS

McCORMICK’S MESSAGE RESONATES WITH CUSTOMERS AND CONSUMERS

**SUSTAINABLE PRACTICES**
More Flavor, Less Waste

**ETHICAL SOURCING**
Diversity & Sustainability

**COMMUNITY SUPPORT**
Making Impact

---

MILLENNIALS AND GEN Z PRIORITIZE SUSTAINABILITY IN THE PRODUCTS THEY BUY’

- **85%** I can make a difference by purchasing sustainable products
- **74%** I like to educate myself on ways I can reduce my carbon footprint
- **81%** Making homemade meals helps reduce my environmental impact
- **60%** I’m willing to pay more for products from a company engaged in…

1) Percentage of consumers who agree with statement
Source: C Space Purpose Led Performance 2017 research
WE'RE SUSTAINABLY ADVANTAGED FOR GROWTH
LINKING SUSTAINABILITY DIRECTLY WITH OUR PRODUCTS

NEW CONSUMER CAMPAIGN IN 2019

Imagine INGREDIENTS IN COOKBOOKS CREATING MORE SCHOOL BOOKS

They already have

We’re helping Vanilla farming communities in Madagascar by providing schools with teaching supplies and books. So when you use our pure Vanilla, you’re already helping a community Thrive With Flavor.

Helping the planet THRIVE WITH FLAVOR

Imagine YOUR FAVORITE BLACK PEPPER

Helping farmers SAVe WATER

With advanced irrigation techniques, we plan to use 20% less water by 2025

Learn more
RIGHT PEOPLE
AND RIGHT CULTURE
WE’RE BUILDING THE McCORMICK OF THE FUTURE

WINNING WITH THE RIGHT PEOPLE AND RIGHT CULTURE

POWER OF PEOPLE
C.P. McCormick legacy

A HIGH PERFORMANCE CULTURE
✓ Multiple management philosophy
✓ Participation & inclusion

WINNING WAYS OF WORKING
✓ Faster decisions
✓ More personal accountability
✓ Actionable insights
OUR FOCUS IS GROWTH
BUILDING THE McCORMICK OF THE FUTURE

We’re investing for the future

We’re sustainably advantaged for growth
Thank you!
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, transaction and integration expenses) as these items significantly impact comparability between years. These financial measures also exclude, for 2018, and the comparison of our expected results for 2019 to 2018, the net nonrecurring income tax benefit of $301.5 million related to the U.S. Tax Act as this item significantly impacts 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.

**Special charges** - 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, comprised of our Chairman, President and Chief Executive Officer; Executive Vice President and Chief Financial Officer; President, Global Flavor Solutions Segment and McCormick International; President, Global Consumer Segment and Americas; Senior Vice President, Human Relations; and Senior Vice President, Strategy and Global Enablement. 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 savings) 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 ongoing basis through completion.

**Transaction and integration expenses associated with the RB Foods acquisition** - The costs associated with the acquisition and subsequent integration of RB Foods, which we refer to as “transaction and integration expenses” include the impact of transaction costs associated with the acquisition and integration costs following the acquisition. The size of this acquisition and related costs distinguishes it from our past, recent and smaller acquisitions, the costs of which have not been excluded from our non-GAAP financial measures.

**Income taxes associated with the U.S. Tax Act** - In connection with the enactment of the U.S. Tax Act in December 2017, we recorded a net income tax benefit of $301.5 million during the year ended November 30, 2018, which includes the estimated impact of the tax benefit from revaluation of net U.S. deferred tax liabilities based on the new lower corporate income tax rate and the tax expense associated with the one-time transition tax on previously unremitted earnings of non-U.S. subsidiaries. We believe that these non-GAAP financial measures are important. The exclusion of the items noted above 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>2015</td>
</tr>
<tr>
<td>Operating income</td>
<td>$ 548.4</td>
</tr>
<tr>
<td>Impact of special charges included in cost of goods sold</td>
<td>4.0</td>
</tr>
<tr>
<td>Impact of other transaction and integration expenses</td>
<td>-</td>
</tr>
<tr>
<td>Impact of special charges</td>
<td>61.5</td>
</tr>
<tr>
<td>Adjusted operating income</td>
<td>$ 613.9</td>
</tr>
<tr>
<td>Adjusted operating income 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.
The following provides a reconciliation of our estimated increase in adjusted earnings per share for 2019, and the related percentage increase, and actual results for 2018:

<table>
<thead>
<tr>
<th></th>
<th>2019 Projection</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Earnings per share - diluted</td>
<td>$5.09 to $5.19</td>
<td>$7.00</td>
</tr>
<tr>
<td>Impact of special charges and</td>
<td></td>
<td></td>
</tr>
<tr>
<td>transaction and integration</td>
<td></td>
<td></td>
</tr>
<tr>
<td>expenses</td>
<td>0.08</td>
<td>0.23</td>
</tr>
<tr>
<td>Non-recurring benefit, net, of the</td>
<td></td>
<td></td>
</tr>
<tr>
<td>U.S. Tax Act</td>
<td></td>
<td>(2.26)</td>
</tr>
<tr>
<td>Adjusted earnings per share -</td>
<td>$5.17 to $5.27</td>
<td>$4.97</td>
</tr>
<tr>
<td>diluted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Percentage increase in adjusted</td>
<td>4% to 6%</td>
<td></td>
</tr>
<tr>
<td>earnings per share - diluted</td>
<td></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 rates for 2019 for all periods. This calculation is performed to arrive at adjusted earnings per share on a constant currency basis by dividing adjusted net income by historical shares outstanding for the applicable fiscal year.

A reconciliation of our actual CAGR and constant currency CAGR through 2018 follows:

<table>
<thead>
<tr>
<th></th>
<th>4-Year CAGR - Net sales</th>
<th>Impact of foreign currency exchange rates</th>
<th>8%</th>
</tr>
</thead>
<tbody>
<tr>
<td>4-Year CAGR - Adjusted operating income</td>
<td>12%</td>
<td>Impact of foreign currency exchange rates</td>
<td>1%</td>
</tr>
<tr>
<td>4-Year CAGR - Adjusted operating income on a constant currency basis</td>
<td>13%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4-Year CAGR - Adjusted earnings per share</td>
<td>10%</td>
<td>Impact of foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>4-Year CAGR - Adjusted earnings per share on a constant currency basis</td>
<td>12%</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

A reconciliation of our estimated CAGR including 2019 guidance and constant currency CAGR including 2019 guidance follows:

<table>
<thead>
<tr>
<th></th>
<th>5-Year CAGR with guidance - Net sales</th>
<th>Impact of foreign currency exchange rates</th>
<th>2%</th>
</tr>
</thead>
<tbody>
<tr>
<td>5-Year CAGR with guidance - Net sales on a constant currency basis</td>
<td>7% - 8%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5-Year CAGR with guidance - Adjusted operating income</td>
<td>10% - 11%</td>
<td>Impact of foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>5-Year CAGR with guidance - Adjusted operating income on a constant currency basis</td>
<td>12% - 13%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5-Year CAGR with guidance - Adjusted earnings per share</td>
<td>9%</td>
<td>Impact of foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>5-Year CAGR with guidance - Adjusted earnings per share on a constant currency basis</td>
<td>11%</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## NON-GAAP FINANCIAL MEASURES

A reconciliation of our Consumer and Flavor Solutions actual CAGR and constant currency CAGR for sales and adjusted operating income through 2018 follows:

<table>
<thead>
<tr>
<th></th>
<th>Consumer</th>
<th>Flavor Solutions</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>4-Year CAGR - Net sales</strong></td>
<td>6%</td>
<td>7%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>2%</td>
<td>2%</td>
</tr>
<tr>
<td><strong>4-Year CAGR - Net sales on a constant currency basis</strong></td>
<td>8%</td>
<td>9%</td>
</tr>
<tr>
<td><strong>4-Year CAGR - Adjusted operating income</strong></td>
<td>8%</td>
<td>22%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td>1%</td>
<td>4%</td>
</tr>
<tr>
<td><strong>4-Year CAGR - Adjusted operating income on a constant currency basis</strong></td>
<td>9%</td>
<td>26%</td>
</tr>
<tr>
<td><strong>3-Year CAGR - Net sales</strong></td>
<td></td>
<td>8%</td>
</tr>
<tr>
<td>Impact of foreign currency exchange rates</td>
<td></td>
<td>2%</td>
</tr>
<tr>
<td><strong>3-Year CAGR - Net sales on a constant currency basis</strong></td>
<td></td>
<td>10%</td>
</tr>
</tbody>
</table>
NON-GAAP FINANCIAL MEASURES

The following are estimates for the year ending November 30, 2019:

<table>
<thead>
<tr>
<th>Percentage change in net sales</th>
<th>Estimate for the year ending November 30, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Impact of unfavorable foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>Percentage change in net sales on a constant currency basis</td>
<td>3% to 5%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Percentage change in adjusted operating income</th>
<th>Estimate for the year ending November 30, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Impact of unfavorable foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>Percentage change in adjusted operating income on a constant currency basis</td>
<td>9% to 11%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Percentage change in adjusted earnings per share</th>
<th>Estimate for the year ending November 30, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Impact of unfavorable foreign currency exchange rates</td>
<td>2%</td>
</tr>
<tr>
<td>Percentage change in adjusted earnings per share on a constant currency basis</td>
<td>6% to 8%</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, 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, 2018:

<table>
<thead>
<tr>
<th></th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net income</td>
<td>$955.4</td>
</tr>
<tr>
<td>Depreciation and amortization</td>
<td>150.7</td>
</tr>
<tr>
<td>Interest expense</td>
<td>17.4</td>
</tr>
<tr>
<td>Income tax expense (benefit)</td>
<td>(157.3)</td>
</tr>
<tr>
<td>EBITDA</td>
<td>1,101.4</td>
</tr>
<tr>
<td>Adjustments to EBITDA (1)</td>
<td>57.3</td>
</tr>
<tr>
<td>Adjusted EBITDA</td>
<td>$1,158.7</td>
</tr>
<tr>
<td>Net debt (2)</td>
<td>$4,674.8</td>
</tr>
<tr>
<td>Leverage ratio (Net debt/Adjusted EBITDA)</td>
<td>4.0</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, 2018, transaction and integration expenses (related to the RB Foods acquisition).

(2) 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.