



Hain Celestial Announces Inducement Grants Under NASDAQ Listing Rule 5635(c)(4)

December 4, 2019

LAKE SUCCESS, N.Y., Dec. 4, 2019 /PRNewswire/ -- The Hain Celestial Group, Inc. (Nasdaq: HAIN) ("Hain Celestial" or the "Company"), a leading organic and natural products company with operations in North America, Europe, Asia and the Middle East providing consumers with A Healthier Way of Life™, today announced that the independent Compensation Committee of the Company's Board of Directors has made inducement awards (the "Inducement Awards") to new Executive Vice President and Chief Financial Officer, Javier H. Idrovo.



The Inducement Awards were granted on December 2, 2019 under The Hain Celestial Group, Inc. 2019 Equity Inducement Award Program, which was approved by the Company's Board of Directors on February 15, 2019 and provides for the granting of equity awards to new employees of the Company. The Inducement Awards were granted as an inducement material to Mr. Idrovo's acceptance of employment with the Company, in accordance with NASDAQ Listing Rule 5635(c)(4).

The Inducement Awards granted to Mr. Idrovo consist of the following:

- An award of 100,000 performance share units, representing Mr. Idrovo's long-term incentive opportunity for fiscal years 2020 and 2021 (the "LTIP PSU Award");
- A signing award of 40,017 performance share units, representing one-time compensation intended to recognize the compensation Mr. Idrovo forfeited from his former employer to join the Company (the "Sign-On PSU Award"); and
- A signing award of 52,021 restricted share units, vesting in two equal annual installments, representing one-time compensation intended to recognize the compensation Mr. Idrovo forfeited from his former employer to join the Company.

Each of the LTIP PSU Award and the Sign-On PSU Award will vest based on the achievement of pre-established 3-year compound annual Total Shareholder Return goals over the performance period from November 6, 2018 to November 6, 2021, mirroring the performance goals and other terms and conditions for awards made to other executive officers under the Company's 2019-2021 Long-Term Incentive Plan. Total shares earned under each of the LTIP PSU Award and the Sign-On PSU Award will range from 0% to 300% of the target number of shares. Accordingly, total shares earned under the LTIP PSU Award will range from 0 to 300,000 shares, and total shares earned under the Sign-On PSU Award will range from 0 to 120,051 shares.

About The Hain Celestial Group, Inc.

The Hain Celestial Group (Nasdaq: HAIN), headquartered in Lake Success, NY, is a leading organic and natural products company with operations in North America, Europe, Asia and the Middle East. Hain Celestial participates in many natural categories with well-known brands that include Almond Dream®, Bearitos®, Better Bean®, BluePrint®, Casbah®, Celestial Seasonings®, Clarks™, Coconut Dream®, Cully & Sully®, Danival®, DeBoles®, Earth's Best®, Ella's Kitchen®, Europe's Best®, Farmhouse Fare™, Frank Cooper's®, Gale's®, Garden of Eatin'®, GG UniqueFiber™, Hain Pure Foods®, Hartley's®, Health Valley®, Imagine™, Johnson's Juice Co.™, Joya®, Lima®, Linda McCartney® (under license), MaraNatha®, Mary Berry (under license), Natumi®, New Covent Garden Soup Co.®, Orchard House®, Rice Dream®, Robertson's®, Rudi's Gluten-Free Bakery™, Rudi's Organic Bakery®, Sensible Portions®, Spectrum® Organics, Soy Dream®, Sun-Pat®, Sunripe®, Terra®, The Greek Gods®, Walnut Acres®, WestSoy®, Yorkshire Provender®, Yves Veggie Cuisine® and William's™. The Company's personal care products are marketed under the Alba Botanica®, Avalon Organics®, Earth's Best®, JASON®, Live Clean® and Queen Helene® brands.

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