



Hain Celestial Announces Accretive Strategic Acquisition Of Empire Kosher Foods

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Expands Antibiotic-Free and Organic Deli and Other Fresh Foods Offerings with the The Leading Kosher Poultry Company in the United States

LAKE SUCCESS, N.Y., March 4, 2015 /PRNewswire/ -- The Hain Celestial Group, Inc. (NASDAQ: HAIN), a leading organic and natural products company with operations in North America, Europe and India providing consumers with A Healthier Way of Life™, today announced the acquisition of the remaining approximately 80% that it did not already own of EK Holdings, Inc. and its wholly-owned subsidiary, Empire Kosher Poultry, Inc. ("Empire") based in Mifflintown, Pennsylvania. The purchase price for the remaining approximately 80% of Empire was \$57.6 million, which includes net debt that was repaid at closing. In May 2010 Empire purchased Kosher Valley®, the first brand of certified kosher antibiotic-free, vegetarian fed and humanely raised all natural branded chicken and turkey products, from Hain Pure Protein Corporation ("HPPC") at which time HPPC received a 19% interest in Empire.



Empire offers a full range of kosher antibiotic- and hormone-free chicken and turkey products including fresh tray pack, frozen, deli, fully cooked, gluten-free and organic products in the United States as well as the Kosher Valley brand sold exclusively in Whole Foods Market. Empire generated over \$100 million in net sales in calendar year 2014 and is expected to be accretive to Hain Celestial's earnings in fiscal year 2016.

"We are excited with our strategic acquisition of Empire, the leading kosher, antibiotic-free poultry brand in the United States and welcome Jeff Brown and the Empire team to Hain Celestial. Empire expands our Farm to Table product offerings, a growing category that appeals to those seeking 'the pure foods trend,' including our core natural and organic consumers. We plan to expand the product offerings into deli, fresh prepared foods and other grocery categories. Additionally, we expect to leverage our infrastructure to create revenue and procurement synergies, and we paid an attractive price considering the multiples being paid for antibiotic-free protein companies today," said Irwin D. Simon, Founder, President and Chief Executive Officer of Hain Celestial.

Jeffrey N. Brown, Chief Executive Officer, will continue to be responsible for the day-to-day operations of Empire, reporting to Irwin Simon. Empire practices sustainable farming, promotes social justice and strictly observes Jewish dietary laws to produce among the best tasting and highest quality all-natural poultry products. Empire chicken and turkey products are not only for those who keep kosher for religious reasons but for those who want to eat healthfully and safely as well as responsibly by promoting worker and animal rights, protecting the environment and supporting local farmers and their communities.

"Empire products appeal to a broad market of consumers, not just those seeking our brand and products to observe dietary customs. As the No. 1

kosher producer of humanely raised hormone-free and antibiotic-free poultry, I'm pleased to be able to continue the heritage of Empire under the stewardship of Hain Celestial, where we feel we can leverage opportunities to expand our distribution," said Jeffrey N. Brown, Chief Executive Officer of Empire.

"Empire is a strong brand in a growing category with a lot of experience, which provides us with the opportunity to broaden our existing portfolio of organic and natural brands into healthier kosher products. Empire should leverage Hain Celestial's knowhow and infrastructure to pursue new categories and kosher product offerings," concluded Irwin Simon.

Hain Celestial has over 2,000 products that are kosher certified in its branded portfolio of natural and organic products. According to a December 2011 Mintel Group Ltd. Report, kosher foods have an aura of purity and healthfulness, which should continue to fuel growth in the category. With the acquisition of Tilda® basmati rice in January 2014, the Company has expanded its ethnic footprint and product offerings including geographically into India and the Middle East, where the Company believes it may have opportunities to expand its organic and natural kosher product offerings.

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 and India. Hain Celestial participates in many natural categories with well-known brands that include Celestial Seasonings®, Earth's Best®, Ella's Kitchen®, Terra®, Garden of Eatin'®, Sensible Portions®, Health Valley®, Arrowhead Mills®, MaraNatha®, SunSpire®, DeBoles®, Casbah®, Rudi's Organic Bakery®, Gluten Free Café™, Hain Pure Foods®, Spectrum®, Spectrum Essentials®, Walnut Acres Organic®, Imagine®, Almond Dream®, Rice Dream®, Soy Dream®, WestSoy®, The Greek Gods®, BluePrint®, FreeBird®, Plainville Farms®, Empire Kosher®, Kosher Valley®, Yves Veggie Cuisine®, Europe's Best®, Cully & Sully®, New Covent Garden Soup Co.®, Johnson's Juice Co.®, Farmhouse Fare®, Hartley's®, Sun-Pat®, Gale's®, Robertson's®, Frank Cooper's®, Linda McCartney®, Lima®, Danival®, Natumi®, GG UniqueFiber®, Tilda®, JASON®, Avalon Organics®, Alba Botanica®, Live Clean® and Queen Helene®. Hain Celestial has been providing A Healthier Way of Life™ since 1993. For more information, visit www.hain.com.

Safe Harbor Statement

Certain statements contained in this press release constitute "forward-looking statements" under the Private Securities Litigation Reform Act of 1995. Words such as "plan," "continue," "expect," "expected," "anticipate," "intend," "estimate," "believe," "seek," "may," "potential," "can," "positioned," "should," "future," and similar expressions, or the negative of those expressions, may identify forward-looking statements. These forward-looking statements include the Company's beliefs or expectations relating to (i) accretion and (ii) growth trends and distribution opportunities. Such forward-looking statements involve known and unknown risks, uncertainties, and other factors which may cause the Company's actual results, levels of activity, performance or achievements of the Company, or industry results, to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the Company's ability to achieve its guidance for net sales and earnings per diluted share in fiscal year 2015 given the economic environment in the U.S. and other markets that it sells products as well as economic, political and business conditions generally and their effect on the Company's customers and consumers' product preferences, and the Company's business, financial condition and results of operations; changes in estimates or judgments related to the Company's impairment analysis of goodwill and other intangible assets, as well as with respect to the Company's valuation allowances of its deferred tax assets; the Company's ability to implement its business and acquisition strategy; the ability of the Company's joint venture investment to successfully execute its business plan; the Company's ability to realize sustainable growth generally and from investments in core brands, offering new products and its focus on cost containment, productivity, cash flow and margin enhancement in particular; the Company's ability to effectively integrate its acquisitions; the Company's ability to successfully consummate its proposed divestitures; the effects on the Company's results of operations from the impacts of foreign exchange; competition; the success and cost of introducing new products as well as the Company's ability to increase prices on existing products; availability and retention of key personnel; the Company's reliance on third party distributors, manufacturers and suppliers; the Company's ability to maintain existing customers and secure and integrate new customers; the Company's ability to respond to changes and trends in customer and consumer demand, preferences and consumption; international sales and operations; changes in fuel, raw material and commodity costs; changes in, or the failure to comply with, government regulations; the availability of organic and natural ingredients; the loss of one or more of the Company's manufacturing facilities; the ability to use the Company's trademarks; reputational damage; product liability; product recall or market withdrawal; seasonality; litigation; the Company's reliance on its information technology systems; and the other risks detailed from time-to-time in the Company's reports filed with the SEC, including the annual report on Form 10-K for the fiscal year ended June 30, 2014. As a result of the foregoing and other factors, no assurance can be given as to future results, levels of activity and achievements and neither the Company nor any person assumes responsibility for the accuracy and completeness of these statements.

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