

Q1 2021 Earnings Presentation





Rebecca Gardy

Vice President Investor Relations

Forward-Looking Statement

The factors that could cause actual results to vary materially from those anticipated or expressed in any forward-looking statement include: impacts of, and associated responses to, the COVID-19 pandemic; our ability to execute on and realize the expected benefits from our strategy, including growing sales in snacks and maintaining market share position in soup; the impact of strong competitive responses to our efforts to leverage brand power with product innovation, promotional programs and new advertising; the risks associated with trade and consumer acceptance of product improvements, shelving initiatives, new products and pricing and promotional strategies; our ability to realize projected cost savings and benefits from cost savings initiatives and the integration of recent acquisitions; disruptions to our supply chain and/or operations, as well as fluctuations in the supply of and inflation in energy and raw and packaging materials cost; our ability to manage changes to our organizational structure and/or business processes, including selling, distribution, manufacturing and information management systems or processes; changes in consumer demand for our products and favorable perception of our brands; changing inventory management practices by certain of our key customers; a changing customer landscape, with value and e-commerce retailers expanding their market presence, while certain of our key customers maintain significance to our business; product quality and safety issues, including recalls and product liabilities; the possible disruption to the independent contractor distribution models used by certain of our businesses, including as a result of litigation or regulatory actions affecting their independent contractor classification; the uncertainties of litigation and regulatory actions against us; the costs, disruption and diversion of management's attention associated with activist investors; a material failure in or a breach of our information technology systems; impairment to goodwill or other intangible assets; our ability to protect our intellectual property rights; increased liabilities and costs related to our defined benefit pension plans; our ability to attract and retain key talent; negative changes and volatility in financial and credit markets, deteriorating economic conditions and other external factors, including changes in laws and regulations; unforeseen business disruptions in one or more of our markets due to political instability, civil disobedience, terrorism, armed hostilities, extreme weather conditions, natural disasters, pandemics or other calamities; and other factors described in our most recent Form 10-K and subsequent Securities and Exchange Commission filings. We disclaim any obligation or intent to update these statements to reflect new information or future events.



Q1 FY21









Division Highlights



Q1 Financial Highlights



Q2 Guidance









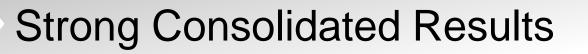




Mark Clouse

President and Chief Executive Officer

Q1 Fiscal 2021 Earnings Presentation CEO Perspective





Key Highlights

- Growth across all key metrics as elevated demand continued
- Improved supply heading into key soup and holiday season
- Double-digit growth in M&B; solid growth in Snacks led by power brands
- Strong consumption growth, sustained household penetration gains and strong repeat rates
- Confident in long-term growth trajectory

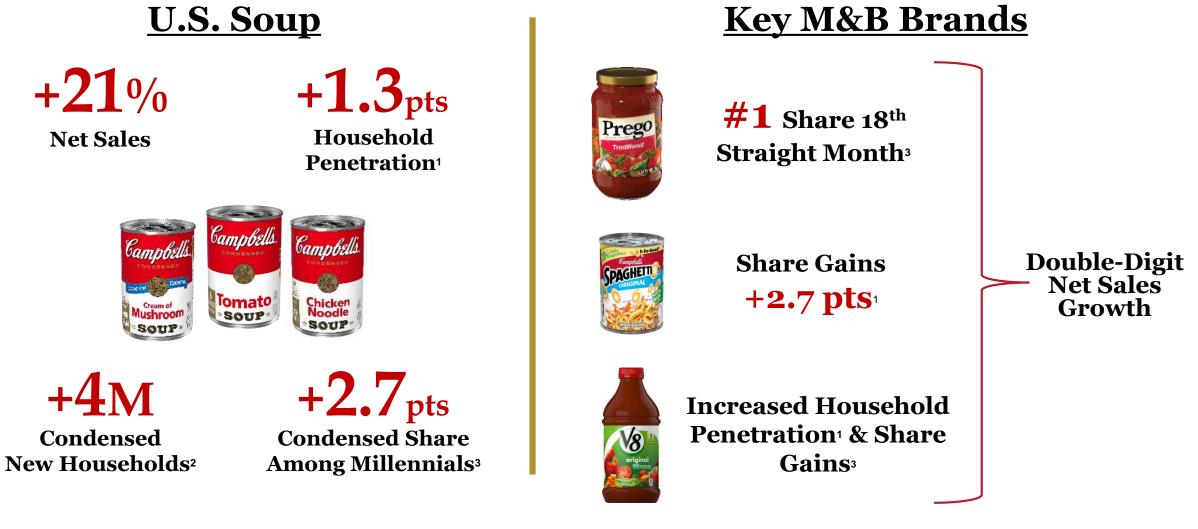
* See Non-GAAP reconciliation

^{1.} Total IRI U.S. MULO \$ consumption latest 13 weeks ending 11/1/2020





Meals & Beverages Division Performance



^{1.} IRI NCP, Total U.S. All Outlets, 13 weeks ending 11/1/2020. ^{2.} IRI NCP, Total U.S. All Outlets purchased 13 weeks ending 11/1/2020 and not 52 weeks ending 8/2/2020, ^{3.} IRI MA MULO 13 weeks ending 11/1/2020.





Real food, Real results.



- Broth & soup
 - +22% consumption growth¹
 - 4th consecutive quarter of share growth; strong gains with millennials¹
 - Increased points of distribution & household penetration²
 - First national advertising campaign
- Plant-based beverages
 - 3rd consecutive quarter of share growth¹
 - Double-digit consumption growth¹





^{1.} Total IRI U.S. MULO \$ consumption latest 13 weeks ending 11/1/2020. ^{2.} IRI NCP, Total U.S. All Outlets, 13 weeks ending 11/1/2020.







Snacks Power Brands

- +6% in-market consumption¹
- Late July double-digit consumption and +2-point gain in share¹
- Goldfish improved consumption & share in latest 4 weeks²
- Value capture remains on track





^{1.} Total IRI U.S. MULO \$ consumption latest 13 weeks ending 11/1/2020 ^{2.} Total IRI U.S. MULO \$ consumption latest 4 weeks ending 11/29/2020

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E-commerce Performance

- E-commerce in-market consumption +85%¹ vs. prior year
- E-commerce trends will continue
- Investing to strengthen our capabilities and support key partnerships



¹ IRI eMarket Insights, FYTD ending 11/1/2020











Q1 Fiscal 2021 Earnings Presentation CFO Perspective



Continuing Operations (\$ millions, except per share data)

	Q1	Change	vs. PY
	FY21	\$	%
Net Sales	\$2,340	\$157	7%
Organic Net Sales*		\$182	8%
Adjusted EBIT*	\$463	\$71	18%
Adjusted EPS*	\$1.02	\$0.24	31%

*See Non-GAAP reconciliation

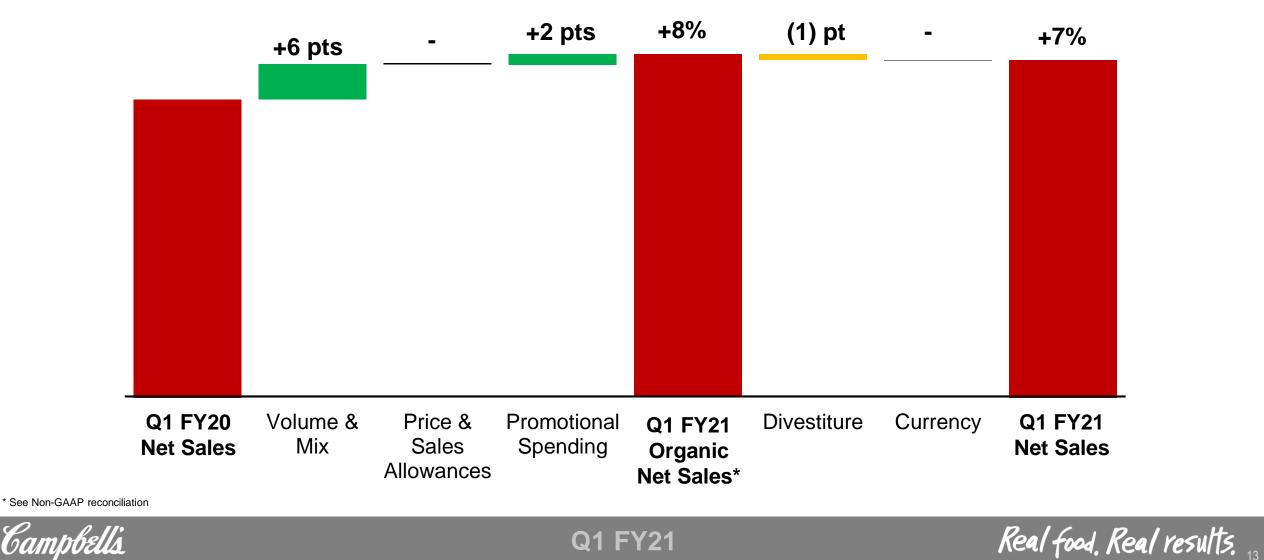








Continuing Operations



Q1 FY21

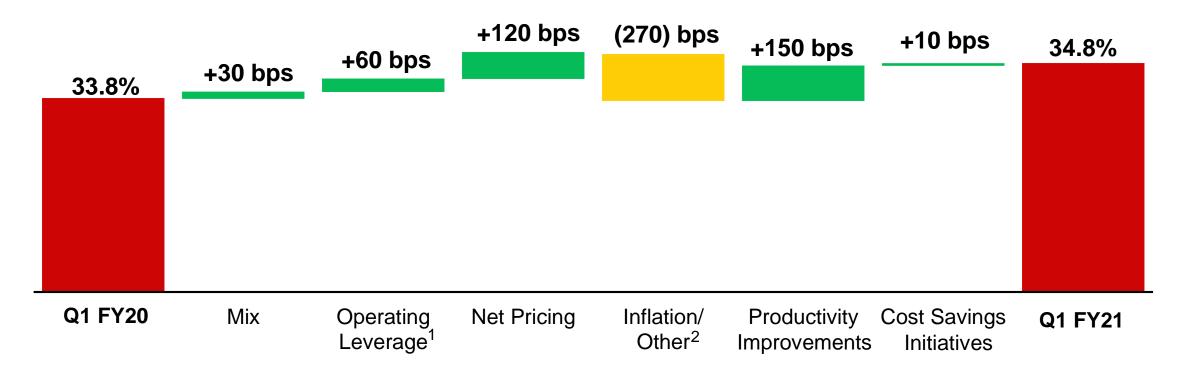




Continuing Operations

+100 bps

Real food, Real results.



* See Non-GAAP reconciliation

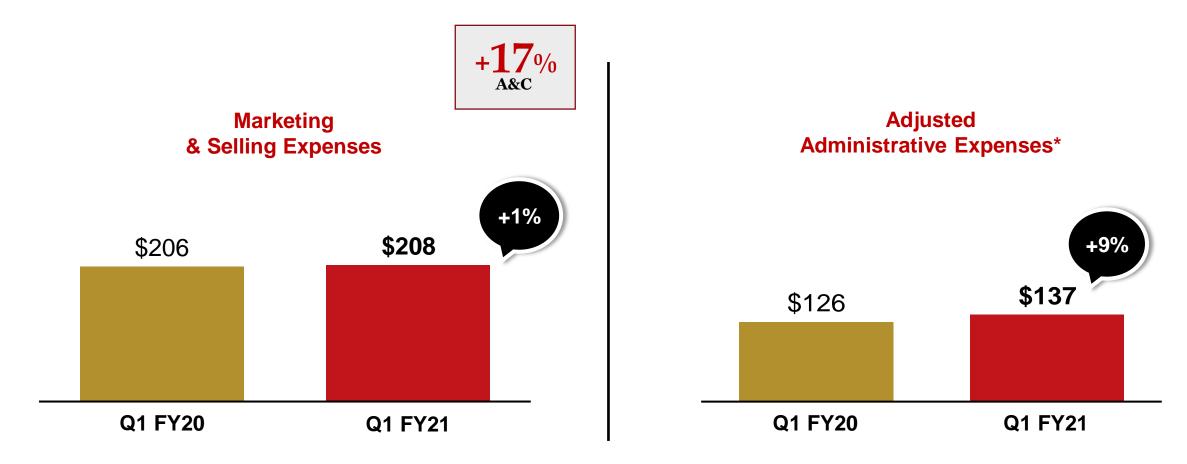
^{1.} Reflects best estimate of individual component ^{2.} Includes cost impact of COVID-19

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Continuing Operations (\$ millions)



* See Non-GAAP reconciliation



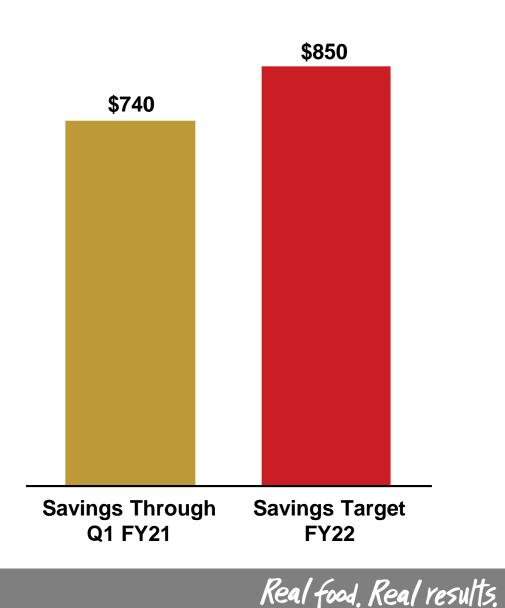
Q1 FY21

Real food. Real results. 15

Cost Savings & Value Capture

Continuing Operations (\$ millions)

- Total savings of \$15 million realized in Q1
- Enterprise cost savings and Snyder's-Lance synergies on track with \$740 million achieved to date
- Target of approximately \$75 85 million for FY21
- Tracking to cumulative savings target of \$850 million by end of FY22

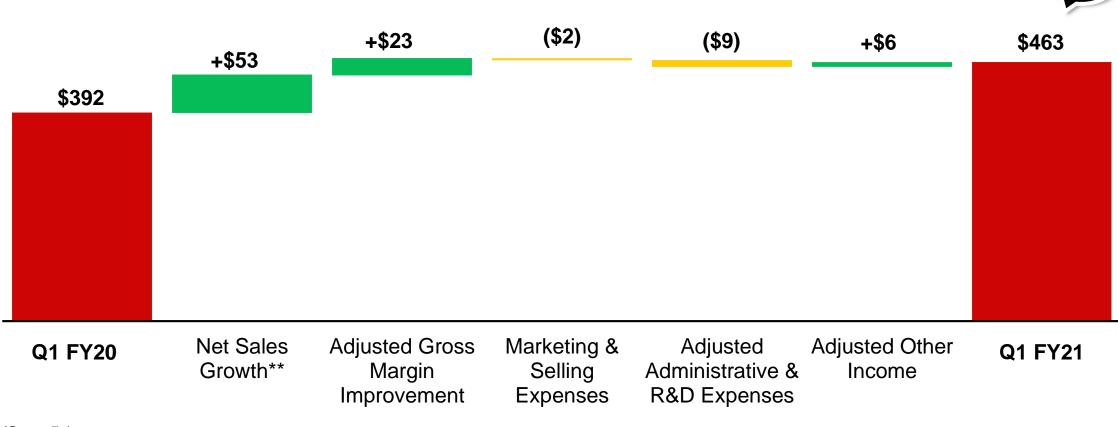






Adjusted* EBIT Growth

Continuing Operations (\$ millions)



+18%

Real food, Real results.

*See Non-GAAP reconciliations.

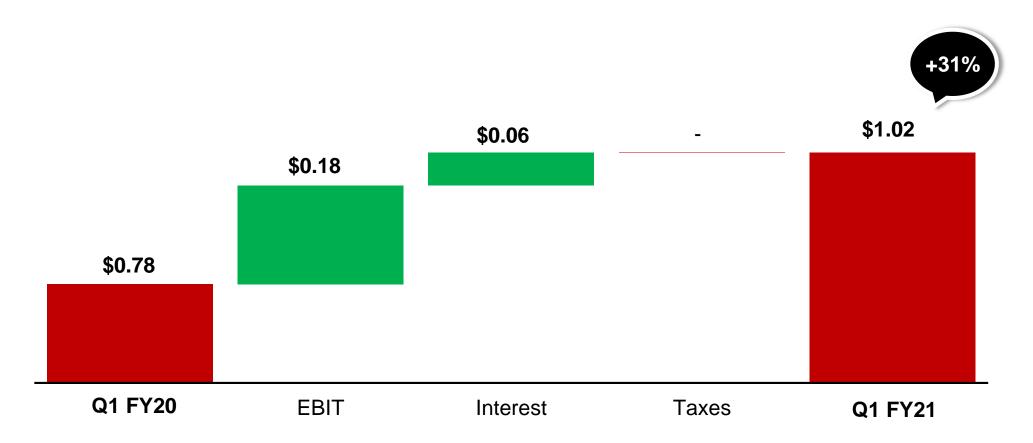
** Impact of net sales growth based on prior year adjusted gross margin.







Continuing Operations



* See Non-GAAP reconciliation

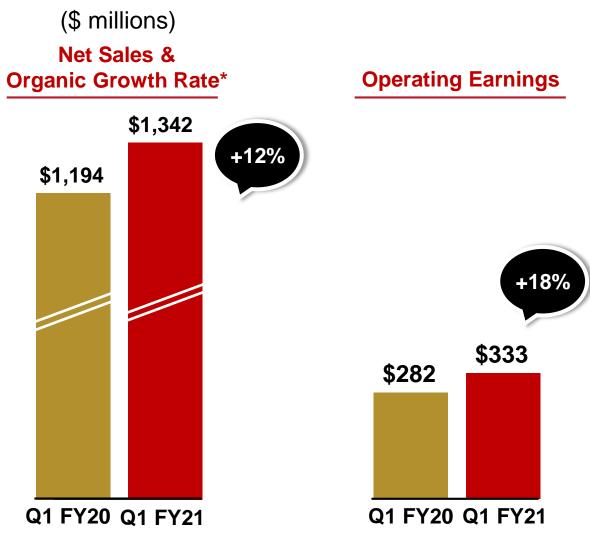




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Segment Results







Real food. Real results. 19

* See Non-GAAP reconciliation







Segment Results

(\$ millions) **Net Sales & Operating Earnings Organic Growth Rate*** \$998 \$964 +4% \$125 Q1 FY20 Q1 FY21 Q1 FY20 Q1 FY21





* See Non-GAAP reconciliation





\$139

+11%





Total Company (\$ millions)

First-Quarter	Q1 FY20	Q1 FY21
Net Cash Flows from Operations	\$182	\$180
Of which changes in working capital (net of divestitures)	(\$173)	(\$247)
Net Cash Flows from Investing Activities	\$269	(\$72)
Of which capital expenditures	(\$98)	(\$74)
Of which sale of businesses (net of cash divested)	\$368	-
Net Cash Flows from Financing Activities	(\$453)	(\$245)
Of which net debt repayments	(\$338)	(\$123)
Of which dividends paid	(\$107)	(\$108)
Net Change in Cash & Cash Equivalents ¹	(\$3)	(\$137)

^{1.} Numbers do not add as this item includes the effect of exchange rate changes on cash







Q2 Fiscal 2021 Guidance for Continuing Operations

(\$ in millions, except per share)

	Q2 Fiscal 2020 Results	Q2 Fiscal 2021 Guidance
Net Sales	\$2,162	+5% to +7%
Adjusted EBIT	\$364*	+5% to +7% ¹
Adjusted EPS	\$0.72*	+12% to +15% ¹ \$0.81 to \$0.83

* See Non-GAAP reconciliation

1. A non-GAAP reconciliation is not provided for 2021 guidance since certain items are not estimable, such as pension and postretirement mark-to-market adjustments, and these items are not considered to reflect the company's ongoing business results.

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Q1 FY21









President and Chief Executive Officer



Mick Beekhuizen

EVP and Chief Financial Officer







Appendix







Continuing Operations (\$ millions)

First Quarter				% Cha	nge
November 1, 2020	Net Sales, As Reported	Impact of Currency	Organic Net Sales	Net Sales, As Reported	Organic Net Sales
Meals & Beverages	\$ 1,342	\$-	\$ 1,342	12%	12%
Snacks	998	-	998	1%	4%
Total Net Sales	<u>\$2,340</u>	<u>\$ -</u>	<u>\$2,340</u>	7%	8%
<u>October 27, 2019</u>	Net Sales, As Reported	Impact of Divestiture	Organic Net Sales		
Meals & Beverages	\$ 1,194		\$ 1,194		
Snacks	989	(25)	964		
Total Net Sales	<u>\$2,183</u>	\$ (25)	<u>\$2,158</u>		







Continuing Operations (\$ millions, except per share amounts)

First Quarter

	EBIT BIT BIT		Earnings		Dilut	ed EPS*	
2021 – As Reported	\$	461	19.7%	\$	309	\$	1.02
Add: Restructuring charges, implementation costs and other related costs		6			5		0.02
Deduct: Pension settlement		(4)			(3)		(0.01)
2021 – Adjusted	\$	463	19.8%	\$	311	\$	1.02
2020 – As Reported	\$	317	14.5%	\$	169	\$	0.56
Add: Restructuring charges, implementation costs and other related costs		11			8		0.03
Add: Charges associated with divestiture		64			60		0.20
2020 – Adjusted	\$	392	18.0%	\$	237	\$	0.78
% Change		18%	+180 bps		31%		31%

*The sum of the individual per share amounts may not add due to rounding.







Continuing Operations (\$ millions)

First Quarter

	Gross	Margin	GM %	E	BT	T	ax 🛛	Tax Rate
2021 – As Reported	\$	813	34.7%	\$	406	\$	97	23.9%
Add: Restructuring charges, implementation costs and other related costs		1			6		1	
Deduct: Pension settlement		-			(4)		(1)	
2021 – Adjusted	\$	814	34.8%	\$	408	\$	97	23.8%
2020 – As Reported	\$	738	33.8%	\$	237	\$	68	28.7%
Add: Restructuring charges, implementation costs and other related costs		-			11		3	
Add: Charges associated with divestiture		-			64		4	
2020 – Adjusted	\$	738	33.8%	\$	312	\$	75	24.0%





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Continuing Operations (\$ millions)

Adjusted EBIT Impact from Adjusted Gross Margin Expansion

	First Quarter
2021 – Reported Net Sales	\$ 2,340
2021 – Adjusted Gross Margin %	34.8%
2020 – Adjusted Gross Margin %	33.8%
Change in Adjusted Gross Margin %	1.0%
Reported Net Sales multiplied by change in Adjusted Gross Margin %	\$ 23







Continuing Operations (\$ millions)

First Quarter

	Administrative Expenses				Other Expenses / (Income)		
2021 – As Reported	\$	141	\$	20	\$	(18)	
Deduct: Restructuring charges, implementation costs and other related costs		(4)		-		-	
Add: Pension settlement		-		-		4	
2021 – Adjusted	\$	137	\$	20	\$	(14)	
2020 – As Reported	\$	134	\$	22	\$	56	
Deduct: Restructuring charges, implementation costs and other related costs		(8)		-		-	
Deduct: Charges associated with divestiture		-		-		(64)	
2020 – Adjusted	\$	126	\$	22	\$	(8)	
\$ Change	\$	11	\$	(2)	\$	(6)	
% Change		9%		(9)%		75%	







Continuing Operations (\$ millions, except per share amounts)

First Quarter – Adjusted Diluted EPS Impact from Adjusted EBIT and Interest

	-	isted BIT	Interest			
2021	\$	463	\$	55		
2020	\$	392	\$	80		
\$ Change	\$	71	\$	(25)		
Add (Deduct): Tax impact		(17)		6		
Change in Net Earnings	\$	54	\$	19		
First Quarter 2020 Diluted Shares		303		303		
Adjusted Diluted EPS Impact	\$	0.18	\$	0.06		







Continuing Operations (\$ millions, except per share amounts)

Adjusted Diluted EPS Impact from Change in Adjusted Tax Rate

	irst Iarter
2021 – Adjusted EBT	\$ 408
2021 – Adjusted Tax Rate	23.8%
2020 – Adjusted Tax Rate	 24.0%
Change in Adjusted Tax Rate	 -0.2%
Adjusted EBT multiplied by the Change in Adjusted Tax Rate	\$ 1
First Quarter 2020 Diluted Shares	303
Adjusted Diluted EPS Impact	\$ -



Q1 FY21



Continuing Operations

(\$ millions, except per share amounts)

Second Quarter

	EBIT		EBIT Earnings		Diluted EPS		
2020 – As Reported	\$	350	\$	171	\$	0.56	
Add: Restructuring charges, implementation costs and other related costs		25		19		0.06	
Add: Loss on extinguishment of debt		-		57		0.19	
Deduct: Tax benefit associated with divestiture		-		(19)		(0.06)	
Deduct: Pension settlement		(11)		(8)		(0.03)	
2020 – Adjusted	\$	364	\$	220	\$	0.72	







