

# Shareholder Outreach

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CERTIFIED HUMANELY RAISED Fresh

August 2024

## Forward Looking Statements & Non-GAAP Measures



#### FORWARD-LOOKING STATEMENTS

Certain statements in this Freshpet presentation constitute "forwardlooking" statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to our runway for growth, household penetration in 2030, business model, 2027 strategy and goals. Words such as anticipate, believe, expect, may, plan, seek, and will and similar future or conditional expressions are intended to identify forward looking statements. These statements are based on management's current opinions, expectations, beliefs, plans, objectives, assumptions or projections regarding future events or future results. Such statements are subject to risks and uncertainties that could cause actual results to differ materially from those discussed in the forward-looking statements including difficulties in construction, third party data presented accompanying such statements, and most prominently, the risks discussed under the heading "Risk Factors" in the Company's latest annual report on Form 10-K and quarterly reports on Form 10-Q filed with the Securities and Exchange Commission. Such forward-looking statements are made only as of the date of this presentation. Freshpet undertakes no obligation to publicly update or revise any forwardlooking statement because of new information, future events or otherwise, except as otherwise required by law. If we do update one or more forward-looking statements, no inference should be made that we will make additional updates with respect to those or other forward-looking statements.

#### **NON-GAAP MEASURES**

Freshpet uses certain non-GAAP financial measures, including EBITDA, adjusted EBITDA, adjusted EBITDA as a % of net sales (adjusted EBITDA Margin), adjusted Gross Profit, adjusted Gross Profit as a % of net sales (adjusted Gross Margin), adjusted SG&A and adjusted SG&A as a % of net sales. These non-GAAP financial measures should be considered as supplements to GAAP reported measures, should not be considered replacements for, or superior to, GAAP measures and may not be comparable to similarly named measures used by other companies.

Freshpet defines EBITDA as net income (loss) plus interest expense, income tax expense and depreciation and amortization expense, and adjusted EBITDA as EBITDA plus net income (loss) on equity method investment, non-cash share-based compensation, fees related to equity offerings of our common stock, implementation and other costs associated with the implementation of an ERP system, and other expenses, including loss on disposal of equipment, COVID-19 expenses and organization changes designed to support long-term growth objectives. Freshpet defines adjusted Gross Profit as gross profit before depreciation expense, COVID-19 expense and non-cash share-based compensation, and adjusted SG&A as SG&A expenses before depreciation and amortization expense, non-cash share-based compensation, gain (loss) on disposal of equipment, fees related to equity offerings of our common stock, implementation and other costs associated with the implementation of an ERP system, COVID-19 expense and organization changes designed to support long term arowth objectives.

Management believes that the non-GAAP financial measures are meaningful to investors because they provide a view of the Company with respect to ongoing operating results. Non-GAAP financial measures are shown as supplemental disclosures in this presentation because they are widely used by the investment community for analysis and comparative evaluation. They also provide additional metrics to evaluate the Company's operations and, when considered with both the Company's GAAP results and the reconciliation to the most comparable GAAP measures, provide a more complete understanding of the Company's business than could be obtained absent this disclosure. adjusted EBITDA is also an important component of internal budgeting and setting management compensation. The non-GAAP measures are not and should not be considered an alternative to the most comparable GAAP measures or any other figure calculated in accordance with GAAP, or as an indicator of operating performance. The Company's calculation of the non-GAAP financial measures may differ from methods used by other companies. Management believes that the non-GAAP measures are important to an understanding of the Company's overall operating results in the periods presented. The non-GAAP financial measures are not recognized in accordance with GAAP and should not be viewed as an alternative to GAAP measures of performance.

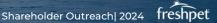
Certain of these measures represent the Company's guidance for fiscal year 2024. The Company is unable to reconcile these forward-looking non-GAAP financial measures to the most directly comparable GAAP measures without unreasonable efforts because the Company is currently unable to predict with a reasonable degree of certainty the type and impact of certain items, including the timing of and amount of costs of goods sold and selling, general and administrative expenses, that would be expected to impact GAAP measures for these periods but would not impact the non-GAAP measures. The unavailable information could significantly impact our financial results. These items are not within the Company's control and may vary greatly between periods. Based on the foregoing, the Company believes that providing estimates of the amounts that would be required to reconcile these forecasted non-GAAP measures to forecasted GAAP measures would imply a degree of precision that would be confusing or misleading to investors for the reasons identified above.







Freshpet strengthens the bond between people and our pets so that we both live longer, healthier and happier lives while being kind to the planet.



# Overview

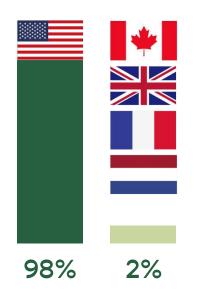






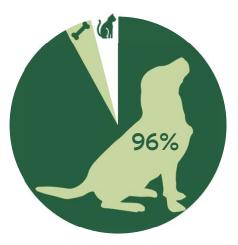
### **GLOBAL NET SALES**

>\$965M Projected 2024



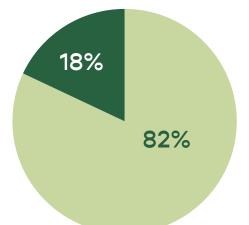
### CATEGORIES

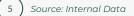
96% Fresh Dog Food3% Fresh Treats1% Cat Food

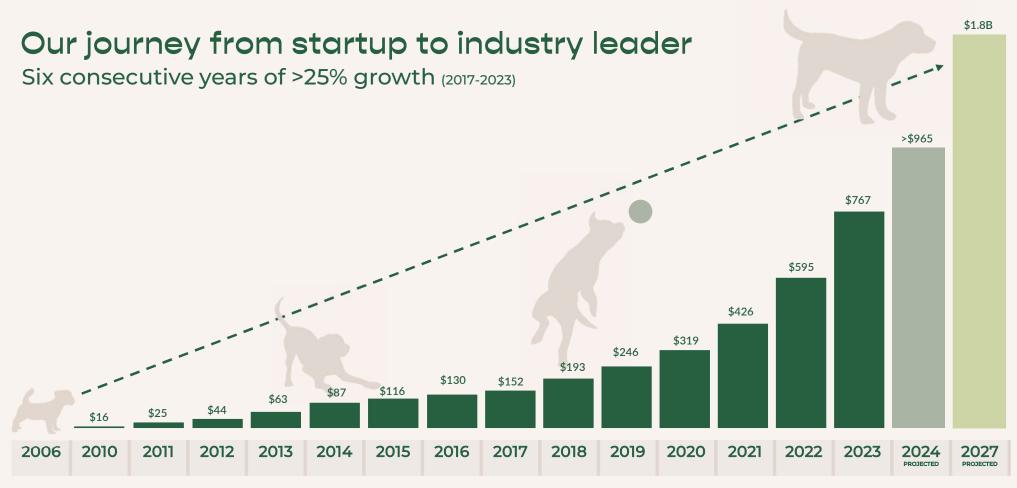


### **NET SALES BY CHANNEL**

82% Grocery, Mass,International, and Digital18% Pet Specialty and Club







## **NET SALES (MILLIONS)**

Source: Internal Data

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## Freshpet disrupted a ~\$53 billion category by reimagining pet food





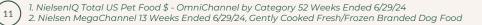
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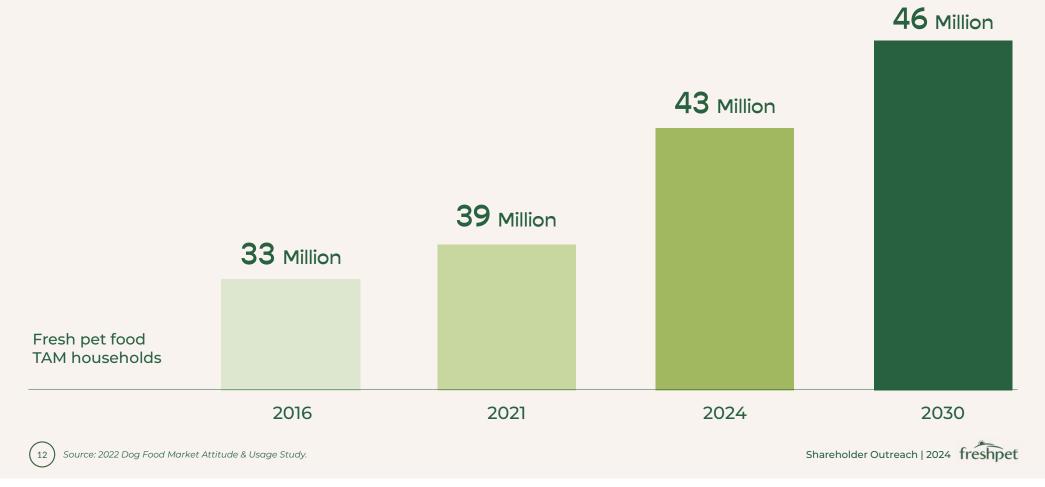
## Vast runway for growth in a growing category







Fresh pet food total addressable market will continue to expand and currently makes up over half of all pet food buyers

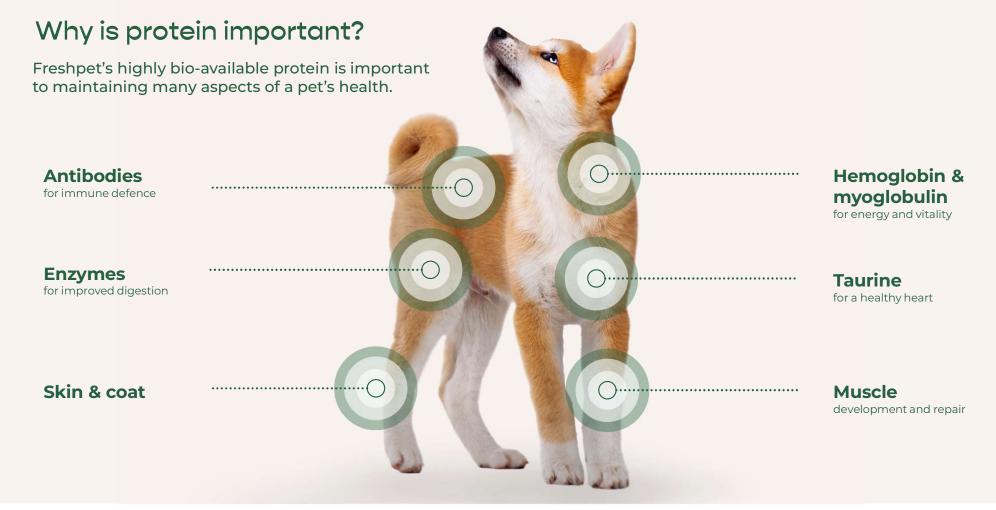


## Differences in thermal process between pet food formats









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## Freshpet's commitment to nutrition helps delivers positive health benefits consumers notice

% of consumers seeing positive changes after feeding Freshpet

Increased energy level	72%
Shinier coat	71%
Fewer upset stomach episodes	68%
Healthier skin	67%
Fresher breath (less stinky)	66%
Improved muscle tone	66%
Healthier weight	64%
Brighter eyes	64%
Less flatulence	64%
Alleviated allergies	59%
Less tear staining	54%



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of consumers report that Freshpet makes a difference in their pet's health. Source: Sustainability A&U November 2021

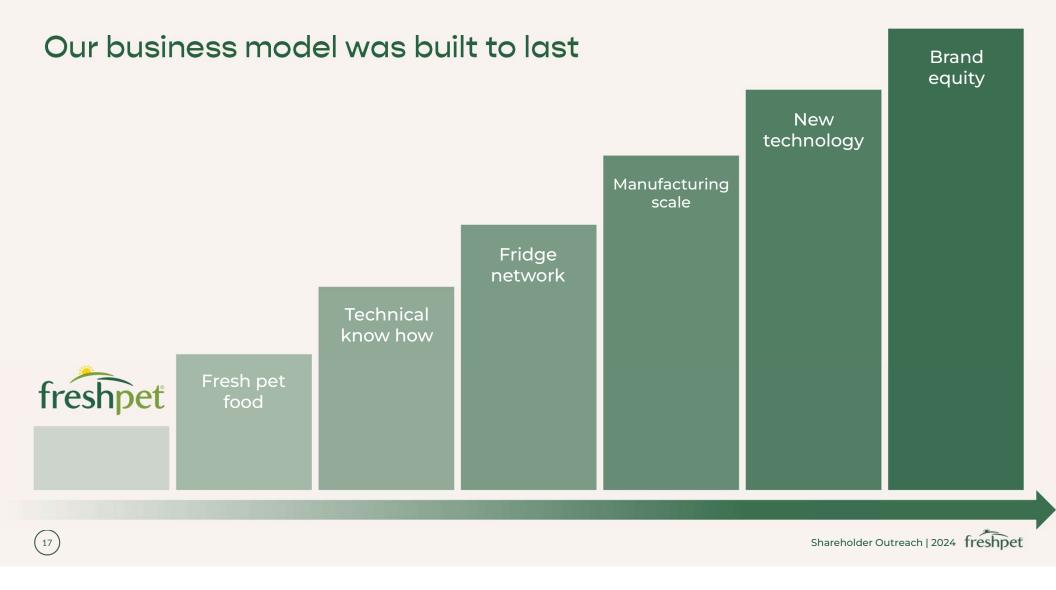


## Freshpet is a difficult business to replicate



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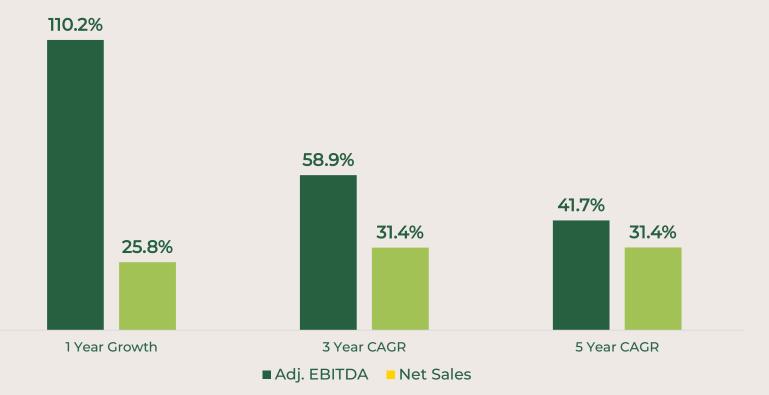




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## Freshpet is a high growth business with rapidly improving profitability



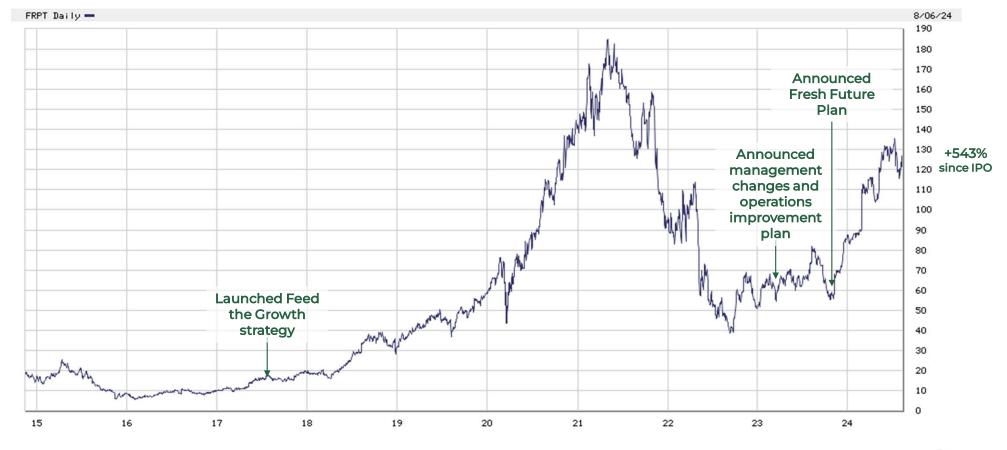
Freshpet Net Sales & Adj. EBITDA Projected Growth Rates\*

Source: Internal Data and based on FY 2024 guidance of \$965 million of net sales and \$140 million of Adjusted EBITDA

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# Freshpet's Fresh Future Plan has driven a post-pandemic rebound in the stock price



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# People

## The Freshpet family

Ensuring that all people touching the company are made better in some way





of millennials consider culture more important than salary Source: Glassdoor Mission Culture Survey 2019



## Putting people first is good business



### Putting our people first is at the heart of everything we do.

We remain deeply committed to doing our part to ensure that in growing our business, we are operating with integrity, taking care of our people, and doing good in our world.

We value and encourage curiosity, innovation and collaboration and are committed to creating careers over jobs. Celebrating and encouraging our employees' professional and personal growth has been a critical component of our culture since our founding. Providing careers that people love is a competitive advantage that helps us find and retain the best talent.

## Freshpet's people first programs contribute to high employee loyalty and engagement.



## 78% Employee Engagement

Majority of employees intend to stay at Freshpet for the next 12 months. "Compensation/Benefits" and "My Coworkers" are the top 2 reasons.

Jan 2023 Engagement Survey



### 8.2 Net Promoter Score

Our Net Promoter score is in the 90<sup>th</sup> percentile. *Jan 2024 Pulse Survey* 



#### Freshpet Academy. Creating careers over jobs

In 2021, we thoroughly revamped our hourly compensation program to better position employees to have **lifelong careers** at Freshpet. By restructuring compensation to closely align with the **Freshpet Academy**, our skills development program, employees now have a clear career path to accelerate their career growth, see increases in their base compensation and earn incremental equity over time. The introduction of these programs helped reduce **Production and Sanitation turnover ~50%** resulting in:

- reduced training costs
- increased productivity

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· increased product quality

Freshpet is committed to matching or exceeding the living wage rates for single employees across all positions. Living wages for employees with dependents can be rapidly achieved thanks to the Freshpet Academy. Living wage benchmarking comes from https://livingwage.mit.edu/.



# Freshpet cultural values have guided the company since its founding



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Lorenzo Ford & Tyrone Nichols; Anthony Barrientos & Leticia Garcia De Ponce

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#### ETHICS HELPLINE/WHISTLEBLOWER INFO

To ensure our business is conducted with honesty, integrity, and in compliance with applicable laws, we established our Code of Ethics that applies to every employee. All Freshpet employees are required to certify that they comply with the Code of Ethics and its related policies and programs. Non-exempt employees are required to sign upon hiring, and exempt employees recertify annually.

Freshpet has zero-tolerance for bribery, corruption, harassment, discrimination, and other ethics violations. The Board established a robust Whistleblower Policy and Freshpet has engaged Lighthouse Services to provide an anonymous ethics and compliance hotline for all Team Members of Freshpet.

#### www.lighthouse-services.com/freshpet

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## Championing inclusion & belonging: Prioritizing our people

Our employees are our most valuable assets. the collective sum of the individual differences, life experiences, knowledge, inventiveness, innovation, self-expression, unique capabilities and talent that our employees invest in their work represents a significant part of not only our culture, but our reputation and a company's achievement as well.

At Freshpet, we believe that an inclusive workplace where employees feel like they belong, can thrive in their careers, and contribute to our business is essential to our continued success. Only by fully engaging our diverse workforce to bring forth the best ideas will we continue to innovate and grow.

Our aspiration is to not only reflect the diversity of the communities in which we operate and customers we serve, but to exceed industry norms in our inclusion and belonging efforts, from the most senior levels down. We continually evaluate our policies, practices, benefits and offerings to our employees to ensure that we are being as fair and equitable as possible to address employees' needs.

#### FY2023 Highlights



Enhanced offerings to address unique needs of our employees including enhanced parental leave, recognition programs and equity for service milestones

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Began to measure the degree to which our employees feel a sense of belonging at Freshpet



Kenya Rax, Beatrice Caputo, Brittany Gravens, Vicente Filerio, Greg Alcantar, Mireya Abeja, Lizbeth Rodriguez & Andrew Merrill

76%

of job seekers report that a diverse workforce is an important factor when evaluating a company's job offer

Source: Glassdoor workplace trends report 2021

#### FY 2023 Representation Data

Population	Women	Underrepresented Populations*
Board of Directors	25%	8%
Senior Leadership	30%	26%
All Other Salaried Employees	36%	33%
Hourly Employees	25%	58%



## Employee total rewards: Recognizing the value of our people

We believe that the best teams are built by engaged, inspired and driven employees. Freshpet's competitive benefits reward the people that fuel our success and help drive employee engagement and loyalty. Benefits have evolved with needs of our workforce and saw significant upgrades in the last year.



Mireya Abeja, Sebastian Vallone & Steve Baas

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#### Compensation We provide competitive compensation to ensure that we pay at the top end of the market and

retain our best talent.



#### Annual stock All employees are encouraged to become and remain shareholders and are given stock annually.



We provide a 401K Employer matching program for all employees.



#### Paid time off

We have increased Paid Time Off for all employees and included additional time off for unplanned sick days.



## Medical, dental, vision

Our comprehensive health insurance is offered to all employees and encourages preventative care.



#### Paid parental leave

Millennials and Gen Z make up more than 60% of Freshpet's workforce. Recognizing the importance of supporting new families, we provide up to 18 weeks paid leave for eligible new parents.



#### Pet insurance

We offer comprehensive insurance coverage for our fur-babies including 24/7 virtual vet care.



#### **Tuition reimbursement**

We offer all employees tuition reimbursement to support development and furthering their education.



#### Free meals

Employees are provided with healthy snacks and catered lunches.



## Purpose and passion make Freshpet a rewarding place to work

"I started working at Freshpet over 12 years ago and I found my other family. Freshpet genuinely cares about our Pets, People, Planet. One of my passions is the project Bison1Million project which champions the restoration of bison into the wild. I was thrilled when Freshpet agreed to be part of helping these gentle giants get back to roaming the prairies and be regenerative by nature!"

Liliana Bolton, VP of Sales



"As a pet owner myself, working for Freshpet means the ability to do what I love, care about the environment, and know that my baby is getting the best. Collaborating with the different business partners and hearing how they are working to provide the most top-quality product assures me that I am not only surrounded by a wonderful team of people at work, but that that team cares about my loved ones at home."

Kristina Palmer, HR Business Partner "Freshpet's mission of taking care of pets, people and the planet is imbedded in everything we do, which is why I love working at Freshpet. (Plus, my French Bulldog, Franklin loves our food!)"

Amy Kressler Director, Strategic Sourcing



"Having the opportunity to work at Freshpet has been a great blessing to me and my family. With Freshpet being a growing and thriving company, I constantly encounter new challenges that are helping me to grow as an engineer. Freshpet's level of investment in its people is also a rare find and has made my experience with the company a great one."

Louis V. Nelson III, Senior Process Engineer

"I am proud to be a Founding Team Member here at Freshpet. Being part of an organization that truly cares for our pets, the people that touch our company, and the effect we have on our planet is remarkable. We are a close-knit team, all guided by the same purpose, and it's inspiring to see our collective dedication and passion in action every day. Not to mention, where else is it acceptable to bring your pet to work?"

Angela Aluotto, Customer Care Operations, Reporting Analyst

We miss you Ang! You will always be in our

"Working at Freshpet as not only a Buyer/Planner, but also as a pet owner has been a rewarding experience due to the collaborative team environment and the company's commitment to quality and innovation in pet food products. I appreciate the opportunities for professional growth and the positive impact our work has on pets' lives"

Jorge Ascanio, Procurement Buyer/Planner



"I love working at Freshpet because I can go home knowing that we do the right thing when it comes to your pets, our people, and the planet. That's not just a slogan that exists on a website, it's the philosophy behind what we do every day, and that ethos drives us to make the best pet food on the market."

Dustin Keys, R&D Director

#### "The last 10+ years of working at

Freshpet has proven to me how much they truly care for Pets, People and the Planet. I love that my job helps reduce energy consumption through the installation of more efficient chillers with LED lighting and high-efficiency compressors. Bonus perk: every time I'm in the office, I get to play with dogs!"

Sandra Douris, Senior Asset Operations Analyst



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## Health and safety: Keeping our employees safe

Since Freshpet's founding, safety has been ingrained in our culture. We have invested heavily in maintaining a safe and healthy workplace for our employees and take a proactive approach to ensuring that the work environment supports our "safety first" mission. The safety of our team members is a core value of our operation and will guide us to our goal of becoming a leader in team member safety.

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Employee engagement is a key driver in our commitment to a safe workplace. In 2023, employee safety committee participation continued to grow, resulting in over 15% of our hourly workforce being involved in employee-led safety focused teams. These teams focus on risk assessment, incident investigation, and sustainable corrective actions along with other risk reduction and awareness activities.



Team member health is a crucial aspect of our safety program. Freshpet provides on-site health and wellness resources in addition to on-line educational tools. Site security upgrades are on-going to ensure the physical safety of all employees.



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Our focus on health and safety has led to over 30% reduction in total recordable incidents between 2022 and 2023.



Names from top left: Alysha Wilson, Malik Werts, Robert Bartholomew, Earl Graver, David Highland, Darlene Brosky, Christine Bugarewicz, Amanda Prizzia, Amanda Rios-Garcia



Laura Forrest-Bailey

Bianca Olvera & Imanol Artega



# Planet

## Freshpet Sustainability

Leading the industry in environmental sustainability



of dog parents think companies should be doing more to make the world a better place



Sustainability is good for **Pets, People, Planet** and business. Research proves that pet parents are choosing to spend their money with responsible businesses. Sustainable manufacturing is a **competitive advantage** that helps increase household penetration while reducing waste and making the company **more profitable**.



of dog parents believe, it's important that their dog food be made humanely or sustainably

Source: Sustainability A&U November 2021



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of dog parents feel dog brands should be more sustainable in how they make their food

Source: Sustainability A&U November 2021



#### Environmental sustainability is Re-vamped logistics program delivered reduced logistics fundamental to Freshpet's mission footprint. Operational excellence program $\langle \rangle$ PLASTIC reduced finished goods disposals NEUTRAL reducing carbon footprint while For over ten years, we have been dedicated to sustainability initiatives that increasing profits. nourish Pets, People, and Planet. We strive to continually improve and be an 3Dearees On-site chicken industry leader in pet nutrition, sustainability, and growth. Nature's Fresh re-launch SASE $\langle \rangle$ processing began in includes new recipes that are Ennis, TX. It is CDP Freshpet's most sustainable yet expected to result in logistics efficiencies Nature's Fresh begins sourcing Published first sustainability Recipe ingredient optimization report and ESG metrics using humanely raised sustainable helped lower costs, waste, and beef from regenerative farms. industry standard frameworks. carbon footprint. **Fresh** All whitefish recipes begin using traceable and sustainable The Kitchens in Ennis, TX wild Alaskan Pollock. began re-using wastewater for ACTION NOW cooling. Begins matching total Achieved sustainable Nature's Fresh brand Freshpet Kitchens begins Freshpet Kitchens Reliable and Efficient Combined All chiller electric use matched company Scope 1/2 emissions Freshpet's electronic supplier launched with Global Animal matching electric usage become landfill free business accreditation by the Heat and Power plant comes with US based renewable code of conduct.introduced with verified carbon credits Partnership Certified Poultry. with wind energy RECs. on-line in PA Kitchens. energy credits. Pet Sustainability Coalition. Launch of Freshpet's first Published Human Lower weight plastic film 24 %test production begins. Rights Policy. WHÔLE FOODS meatless product. Our most sustainable Kitchens rePurpose plastic neutral program Highly Efficient TVM 48sl Pets, People, Planet Average daily chiller Pets, People, Planet $\checkmark$ yet opened in Ennis, TX. chiller launched. teams formed. energy use reduced 26% trademark established. expanded to the Vital brand. PA Kitchen's wastewater compared to 2019 fleet. treatment and rainwater capture systems become Created Sustainability operational Appointed Sustainability CERTIFIED -Leadership Team. Lead reporting to Founder A PLASTIC and President. NATURE' C∰ NEUTRAL Fresh Chiller sustainability metrics BRAND ACTION NOW added to tracking database. Begins matching Nature's Fresh Brand Scope 1/2/3 emissions with verified carbon credits. 2023 2012 2014 2016 2020 2021 2022 2019

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Since 2022, Freshpet has been recognized as an Accredited Business by the Pet Sustainability Coalition. Accreditation requires completing critical sections of the **UN Global Compact's SDG Action Manager** every two years and undergoing a third-party verification of the assessment. Accreditation from PSC helps align us with the demands of today's sustainable shoppers.

### SUSTAINABLE GOALS







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## Freshpet 2023 sustainability impact highlights



Sourcing details provided in Freshpet's Sustainability Report available at Freshpet.com

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# Governance & Leadership



of dog parents believe actions speak louder than words: companies must demonstrate their environmental and social responsibility commitment

# Management team capable of leading the company in time of aggressive growth

We are a team of dog-obsessed, cat-crazy pet parents who live and work alongside our four-legged best friends. We are united by a passion for pets and a mission to give them the best pet food possible for a long, happy, and healthy life. In support of Freshpet's category leading growth we have added significant talent since 2023 including Christopher Kraus, Chief Information Officer, Lisa Alexander, General Counsel and Corporate Secretary and Nandini Natrajan, SVP Food Safety and Quality Assurance.





**Cathal Walsh** Co-founder / Managing Director Europe



**Billy Cyr** Chief Executive Officer



**Todd Cunfer** Chief Financial Officer



**Thembi Machaba** Chief Human Resources Officer



Lisa Alexander

LISA Alexander General Counsel & Corporate Secretary



Co-founder / President

Jay Dahlgren EVP Manufacturing & Supply Chain

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**Ricardo Moreno** SVP, Manufacturing & Engineering



Christopher Taranto SVP Supply Chain



Gerardo Perez-Camargo SVP, R&D



Nandini Natrajan SVP, Food Safety and Quality Assurance



Chief Information Officer

Nishu Patel Chief Accounting Officer



**Rachel Ulsh** VP Investor Relations & Corporate Communications



## Freshpet's Independent Board of Directors helping to shape our future



Olu Beck Operations and FSQA Committee

Olu Beck has 25+ years of executive and senior leadership experience in the global consumerpackage goods industry across categories and functions, including finance and supply chain.

Ms. Beck provides the Board of Directors with insights to unlock growth, profitability and resource prioritization. Her career focused on achieving operational excellence and building winning and engaged teams at small high growth companies as well as large multi billion dollar international conglomerates.

Ms. Beck has been a member of our Board of Directors since October 2019. and is a member of the Operations and FSQA Committee.



David Biegger Operations and FSQA David B. Biegger has over 40 years of supply chain, operations, and manufacturing experience in the consumer packaged goods industry.

Mr. Biegger was previously Executive Vice President and Chief Supply Chain Officer of Conagra Brands, head of Global Supply Chain at Campbell Soup Company, and spent 24 years at Procter & Gamble in manufacturing and operations.

Mr. Biegger provides the Board of Directors with extensive supply chain and operations experience and expertise leading complex consumer-packaged goods organizations.

Committee & Audit Committee Mr. Biegger has been a member of our Board of Directors since May 2023 and is the Chairperson of the Operations and FSQA Committee and a member of the Audit Committee.



Daryl Brewster Compensation Committee & Human Capital Management Committee Daryl G. Brewster is a seasoned consumerpackaged goods Chief Executive Officer with considerable perishable and pet food industry experience that has led to driving top and bottom-line growth throughout his career.

Mr. Brewster provides the Board of Directors with experience in corporate leadership, public company governance, and an understanding of the pet and consumerpackaged goods industries. Mr. Brewster is also seen as a leader in sustainable value creation.

Mr. Brewster has been a member of our Board of Directors since January 2011 and is the Chairperson of the Compensation and Human Capital Management Committee.



Walter George

Chairperson of the Board

Walter N. George III has over 30 years of manufacturing and supply chain leadership experience, including senior positions in the pet food industry and expertise in scaling multiple high growth consumer product companies.

Mr. George provides the Board of Directors with operations expertise, consumer products and pet food industry expertise along with public company leadership experience.

Mr. George has been a member of our Board of Directors since November 2014 and Chairperson of the Board since July 2023.

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Jacki Kelley

Nominating and Governance Committee Jacki Kelley has over 25 years of executive and leadership experience in the advertising, media and digital industries.

Ms. Kelley provides the Board of Directors with marketing and communications strategy expertise, consumer products insight and public company experience. She has also led large high performing teams and is a management and team development expert.

Ms. Kelley has been a member of our Board of Directors since January 2019 and is a member of the Nominating and Governance Committee.



Lauri Kien Kotcher

Nominating and Governance Committee Lauri Kien Kotcher has over 30 years of operational and leadership experience at high-growth consumer companies.

Ms. Kien Kotcher has served as Chief Executive Officer of quip. The Shade Store, and Hello Products, as well as Chief Marketing Officer of Godiva Chocolatier.

Ms. Kien Kotcher provides the Board of Directors with valuable experience and perspective on growing and scaling businesses.

Ms. Kien Kotcher has been a member of our Board of Directors since April 2024 and is a member of the Nominating and Governance Committee.





## Freshpet's Independent Board of Directors helping to shape our future



**Timothy McLevish** 

Audit Committee

Timothy McLevish brings over 20 years of operational and financial leadership experience across multiple industries, including in branded food and retail.

Having served as Chief Financial Officer at five public companies including Carrier Corporation, Walgreens Boots Alliance, Inc., Kraft Foods Group, Inc., Ingersoll-Rand Corporation and Mead Corporation, Mr. McLevish provides the Board of Directors with operational and financial leadership experience.

Mr. McLevish has been a member of our Board of Directors since August 2023 and is a member of the Audit Committee.



Leta D. Priest Nominating and Governance Committee and Compensation and Human Capital Management Committee Leta D. Priest has over 30 years of executive and senior leadership experience in the retail and consumer-packaged goods industries, including the fresh food industry at Walmart and Safeway.

Ms. Priest provides the Board of Directors with significant retail and product innovation expertise, particularly in fresh, perishable food.

Ms. Priest has been a member of our Board of Directors since September 2018 and is Chairperson of the Nominating and Governance Committee and a member of the Compensation and Human Capital Management Committee.



**Joseph Scalzo** Operations and FSQA Committee Joseph Scalzo brings over 30 years of experience in the consumer packaged goods industry, characterized by a proven track record of value creation, including as the Chief Executive Officer of high growth companies The Simply Good Foods Company and WhiteWave Foods Inc.

Mr. Scalzo provides the Board of Directors with extensive operational and leadership experience at high growth companies in the CPG industry.

Mr. Scalzo has been a member of our Board of Directors since August 2023 and is a member of the Operations and FSQA Committee.



**Craig Steeneck** 

Audit Committee & Operations

and FSQA Committee

experience in the consumer-packaged goods industry. He has held CFO and financial executive positions at multiple companies, including Pinnacle Foods, Inc, and currently serves on the Board of Hostess Brands, Inc. and Utz Brands, Inc

financial, accounting and supply chain

Craig Steeneck has over 30 years of executive

Mr. Steeneck provides the Board of Directors with extensive management experience in the consumer-packaged goods industry as well as financial, capital markets and investor relations expertise.

Mr. Steeneck has been a member of our Board of Directors since November 2014 and is the Chairperson of the Audit Committee and a member of the Operations and FSQA Committee.



David J. West

Compensation and Human Capital Management Committee David J. West is an accomplished pet food and consumer products executive who brings over three decades of experience leading a range of blue-chip consumer companies including Del Monte Foods, The Hershey Company, and Nabisco.

Mr. West provides the board nearly 30 years of experience leading high-growth pet and CPG companies and brands.

Mr. West has been a member of our Board of Directors since July 2023 and is a member of the Compensation and Human Capital Management Committee.



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## Freshpet board foundation and evolution

Our board has a strong foundation and has evolved with our growth. The board is well-structured to support our long-term strategic goals.



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## Board oversight of risks, sustainability & ethics

As a part of its responsibility to oversee the strategic risks of Freshpet, the Board regularly reviews the Company's significant risk exposures and how those exposures are managed. To effectively discharge these oversight responsibilities, the Board maintains four standing committees: Audit, Compensation and Human Capital Management, Nominating and Governance, and Operations and FSQA.

In February 2024, the committee charters were refreshed to include specific responsibilities for guiding Freshpet's Responsible Business efforts . Environmental sustainability is now part of the Audit Committee's risk management role due to the pending SEC climate disclosure rules. Social sustainability now falls within the Compensation and Human Capital Management Committee while the Nominating and Governance Committee will manage Freshpet's governance structure. Acknowledging the growing need for cyber-security expertise, two board members are certified in Cyber-Risk/Cybersecurity Oversight.

Freshpet has a zero-tolerance policy for bribery and corruption. The Board established a robust Whistleblower Policy and Freshpet has engaged Lighthouse Services to provide an anonymous ethics and compliance hotline for all Team Members of Freshpet. Team Members are encouraged to use the hotline service in cases where their anonymity is desired. Anonymous complaints made to the whistleblower hotline are reported to our CEO immediately and reviewed with the Audit Committee quarterly. www.lighthouse-services.com/freshpet

To ensure our business is conducted responsibly with honesty, integrity, and in compliance with applicable laws, we established our Code of Ethics that applies to every director, officer and employee. All Freshpet employees are required to certify that they comply with the Code of Ethics and its related policies and programs.

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	Audit Committee	Compensation and Human Capital Management Committee	<u>Nominating and</u> <u>Governance</u> <u>Committee</u>	Operations and FSQA Committee		
Walter N. George						
Olu Beck				-		
David B. Biegger	*			9		
Daryl G. Brewster		9				
Jacki Kelley			<b>.</b>			
Lauri Kien Kotcher			<b>.</b>			
Timothy McLevish	<b>.</b>					
Leta D. Priest			9			
Joseph Scalzo				-		
Craig D. Steeneck	9			*		
David West		•				



## Sustainable shareholder value creation: building organizational capability to drive long-term growth

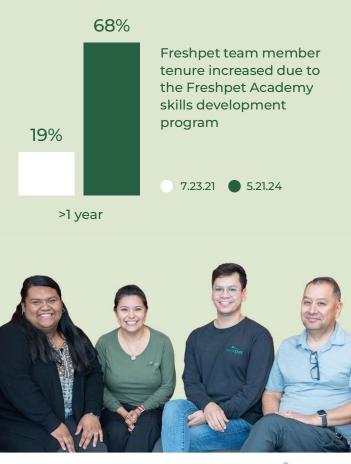
Building and strengthening Freshpet's organizational capability is a key lever in achieving our long-term growth. Competitive pay and benefits, creative incentives, and an empowered work environment increases employee engagement and the likelihood of our success.

### Attracting and Retaining Talent with Competitive Compensation

- The executive compensation program contains goals that are tightly aligned with executing Freshpet's long-term strategy. Further, a portion of the senior leadership annual incentive is directly tied to the retention and development of the Company's talent.
- Our hourly compensation program positions employees to have lifelong careers at Freshpet. By aligning compensation with our skills development program, the Freshpet Academy, employees now have a clear career path to earn increased career growth, salary, & equity. Over the years, this program has minimized turnover saving the company training costs and increasing productivity.

### **Employee Development and Training**

- Strong management and leadership skills are critical to driving a high-performance culture and ensuring sustained category leading growth. We have invested significantly in attracting great talent to Freshpet and developing our pipeline of future leaders from within.
- Minimizing manufacturing waste and inefficiency is good for the planet and the Company's bottom line. In 2023, Freshpet launched its Operational Excellence program, intended to build stronger and more empowered teams while improving the flow of quality products to our customers and consumers.



Shareholder Outreach | 2024 freshpet

## Board oversight of long-term strategy

Our board focuses on long-term growth through oversight of strategic initiatives, long-term focus for executive compensation, and support of investments in our growth.

### 2006-2016



- Authorized construction of Freshpet Kitchens, our manufacturing facility in Bethlehem, PA
- Took the company public in 2014, providing capital for growing fleet of Freshpet-owned fridges as well as manufacturing capacity expansion

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### 2016-2020



- In 2016, aligned on long-term goals (for 2020) and the strategy to achieve them, setting executive compensation to match
- Hired new CEO
- Completed multiple Credit Facility modifications
- At the expense of near-term profits to support long term goals, continuously invested in advertising and international markets
- Authorized Equity Grants to hourly employees
- Acquired land for future manufacturing capability expansion to support additional capacity & diversified supply

## 2020-2022



- In 2021, increased the long-term goals (for 2025) to reflect significant progress, along with investments to support them
- Considered potential competitors and emerging technologies in the long-term strategic plan
- Completed three equity offerings
- Approved the construction of Freshpet's largest Kitchen in Ennis, TX
- Oversaw and encouraged an expansion of manufacturing team depth and implementation of a manufacturing leadership succession plan
- Authorized and encouraged the development of a supply partnership at Kitchens South to expand our capability and capacity

# 2023-2027

- Established new long-term targets (\$1.8 billion net sales, 18% Adj. EBITDA margin, 20 million households)
- Strengthened operational capability of management team
- Strengthened balance sheet with lowcost convertible debt offering.
- Began construction of Ennis Kitchens phase 2
- Opened new Texas distribution center and implemented more efficient logistics program



#### eshpet MATURE YOUNG 2020 2021 2023 to 2025 2022 INDEPENDENT CHAIRPERSON Yes Yes SEPARATE CEO & CHAIR Yes Yes NO POISON PILL Yes Yes Approved ELIMINATE SUPERMAJORITY VOTING RIGHTS 75% by shareholders Approved DIRECTOR RESIGNATION POLICY Yes No by Board MAJORITY VOTING IN UNCONTESTED ELECTIONS No (plurality) Yes DIRECTOR RETIREMENT POLICY No Yes PROXY ACCESS No Yes SHAREHOLDER RIGHT TO CALL SPECIAL MEETING No Yes See note\* 1 Year Terms **DECLASSIFIED BOARD\* 3** Year Terms 1 Year Terms **BOARD REFRESH**

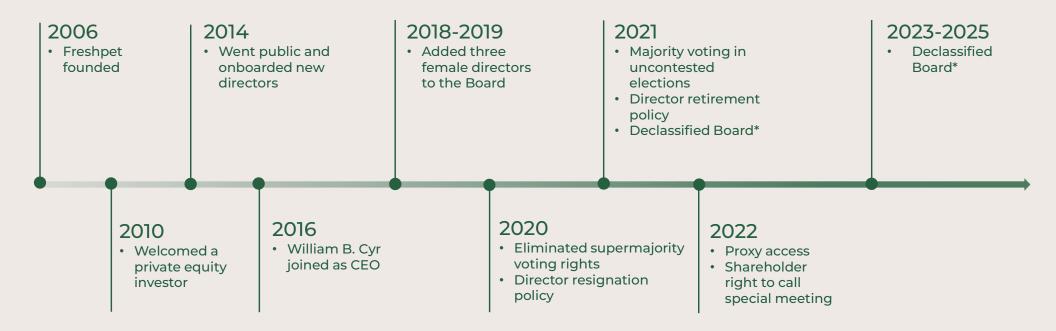
Governance transformation roadmap

\*Based on proposal approved by shareholders in 2021, the Company began declassifying its board in 2023, with the board to be fully declassified by 2025.



(41)

Freshpet's governance transformation plan is highly unusual: **demonstrating how** proactive the board has been about transforming the company's governance in lock step with its rapid growth



\*Based on proposal approved by shareholders in 2021, the Company began declassifying its board in 2023, with the board to be fully declassified by 2025.

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# Appendix



## Financials

The following table provides a reconciliation of Adjusted EBITDA to net loss, the most directly comparable financial measure presented in accordance with U.S. GAAP.

	Twelve Months Ended December 31,								
	2023		2022		2021		2020		2019
		(in thousands)							
Net loss	\$ (33,614)	\$	(59,494)	\$	(29,699)	\$	(3,188)	\$	(1,383)
Depreciation and amortization	57,058		34,555		30,468		21,125		15,921
Interest expense, net of interest income	1,069		5,208		2,882		1,211		991
Income tax expense	210		282		162		65		144
EBITDA	\$ 24,723	\$	(19,449)	\$	3,813	\$	19,213	\$	15,673
Loss on equity method investment	1,890		3,731		2,005		-		-
Loss on disposal of property, plant and equipment	4,321		396		1,000		1,805		787
Non-cash share-based compensation (a)	24,936		26,092		24,998		10,925		7,834
Equity offering fees (b)	-		-		-		58		302
Enterprise Resource Planning (c)	2,457		8,558		1,379		1,682		-
Capped Call Transaction fees (d)	113		-		-		-		-
Covid-19 expense (e)	-		-		1,758		3,854		
Activism engagement (f)	8,177		-		-		-		-
Organization changes (g)	(67)		734		-		-		_
Adjusted EBITDA	\$ 66,550	\$	20,062	\$	34,953	\$	37,537	\$	24,596

(a) Includes the true-up of share-based compensation expense during the period ended December 31, 2023. We have certain outstanding multi-year share-based awards, granted in FY 2020, with performance-based vesting conditions that require the achievement of certain Adjusted EBITDA targets in FY 2024 as a condition to vesting. At each reporting period, we reassess the probability of achieving the performance criteria and the performance period required to meet those targets set in 2020. When such performance conditions are deemed to be improbable of achievement, the compensation cost previously recorded is reversed.

(b) Represents fees associated with public offerings of our common stock.

(c) Represents implementation, amortization of deferred implementation costs and other costs associated with the implementation of an ERP system.

(d) Represents fees associated with the Capped Call Transactions.

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(e) Represents COVID-19 expenses including (i) costs incurred to protect the health and safety of our employees during the COVID-19 pandemic, (ii) temporary increased compensation expense to ensure continued operations during the pandemic, and (iii) costs related to mitigating potential supply chain disruptions during the pandemic. (f) Represents advisory fees related to activism engagement.

(g) Represents a true-up to transition costs related to the organization changes designed to support growth, including several changes in organizational structure designed to enhance capabilities and support long-term growth objectives.



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