



MEDIA RELEASE

20 July 2011

Paine & Partners Makes Strategic Investment in the Costa Group, Australia's Top Fresh Produce Company

New York, NY, Chicago, IL, San Francisco, CA, and Australia – July 22, 2011 – Paine & Partners, LLC (“Paine & Partners”), a global private equity investment firm, and the Costa Group of companies (“Costa” or the “Company”) today announced that they have entered into a definitive agreement under which entities affiliated with Paine & Partners will make a strategic investment in Costa.

The overall transaction is expected to close later this year, subject to certain conditions. Paine & Partners and Costa will form a newly structured private company on a 50/50 owned basis. Financial terms of the transaction were not disclosed.

Costa is the leading vertically integrated grower and marketer of fresh produce in Australia, with annual revenues exceeding A\$600 million and over 4,000 employees.

Costa's business is centred on seven core fruit and vegetable product categories – mushrooms, tomatoes, berries, bananas, citrus, grapes and avocados, and the Company is also a leading third party warehousing and distribution provider for ambient and chilled consumer products.

Frank Costa will continue to lead Costa as Chairman and Harry Debney will continue as Chief Executive.

Management is viewed as key to the Company's success, and the current team will continue to lead and operate the company.

Frank Costa said “The Costa Group board and family believe this arrangement with Paine & Partners offers both financial resources and the opportunity for management and employees to pursue long term strategic growth. The interest Paine & Partners has shown by investing directly in our business is also a significant vote of confidence in the way our business is run and its potential for future growth and ongoing success.”

Harry Debney, Chief Executive of Costa, said, “With Paine & Partners, we will continue to build on our investments in farming, varietal research, state of the art distribution operations and advanced warehouse technology to supply the exceptional products and services our customers expect from the Costa Group.

“We look forward to working with Paine & Partners as we continue to execute our business strategies and invest in the innovative horticultural techniques, value adding facilities, and state of the art distribution centres that differentiate the Costa Group from others in Australia’s fresh produce industry.”

Kevin Schwartz, a founding Partner at Paine & Partners, said, “We are proud to partner with the Costa family and to work with the Costa Group, which has been built over more than a century to be the leading integrated supplier of fresh produce in Australia. Paine & Partners has long had an interest in the fresh produce industry, having historically invested in Seminis, the world’s largest fruit and vegetable seed company.

“Our investment in the Costa Group will strengthen the Company’s balance sheet and provide significant access to additional capital to facilitate a number of potential growth opportunities. We look forward to supporting Costa’s long-term business goals and working with management to realize its potential to create new market opportunities for the Company, its employees and its customers.”

About The Costa Group

The Costa Group is Australia's largest private producer, marketer and exporter of high-quality fresh fruit, vegetables and grains. Based in Victoria, with production, trading and logistical operations throughout Australia and internationally, Costa is a full-service grower, packer, shipper, marketer, importer and exporter. Investing significantly in farming, varietal research, purpose built 'value-adding' facilities, state of the art distribution operations, tier-one management systems and advanced warehouse technology, Costa has assisted in bringing world's best practice and horticultural innovation to Australia.

About Paine & Partners, LLC

Paine & Partners provides equity capital for management buyouts, going private transactions, and company expansion and growth programs. Paine & Partners engages exclusively in friendly transactions developed in cooperation with a company's management, board of directors, and shareholders. The firm currently makes investments through its \$1.2 billion fund, Paine & Partners Capital Fund III, L. P. and related entities.

Paine & Partners focuses on the food and agribusiness industry globally, and has made successful strategic investments in Seminis, the world's leading global developer, producer and marketer of vegetable and fruit seeds, Advanta Netherlands Holdings BV, at the time, the largest independent agronomic seed company in the world, and Icicle Seafoods, a leading producer, harvester and processor of salmon, pollock, halibut, cod, crab and other seafood products with operations in North and South America and sales globally. The complex investment opportunities in today’s rapidly evolving agribusiness environment play to the strengths of Paine & Partners’ differentiated approach. For further information, see www.painepartners.com.

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