

Landcadia Holdings, Inc. (NASDAQ: "LCAHU")

\$250 million SPAC IPO



Key management

Name	Position
Tilman Fertitta	Co-Chairman & CEO
Richard Handler	Co-Chairman & President
Richard Liem	CFO & VP

Landcadia Holdings offering terms

Landcadia Holdings, Inc.	
Pricing date	May 25, 2016
Transaction size	\$250 million
Securities offered	25 million units – each unit consisting of 1 share of Class A common stock and 1 warrant to purchase half a share of Class A common stock
Amount held in trust:	Equal to 100% of offering proceeds
Sponsor "at risk" investment:	\$7.0 million investment in warrants at \$0.50 per warrant (purchase of 14.0mm warrants)
Sponsor ownership:	Shares issued to sponsor at formation equivalent to 20.0% of common equity ownership post - public raise
DB role:	Joint bookrunner (highest economics)

Transaction overview

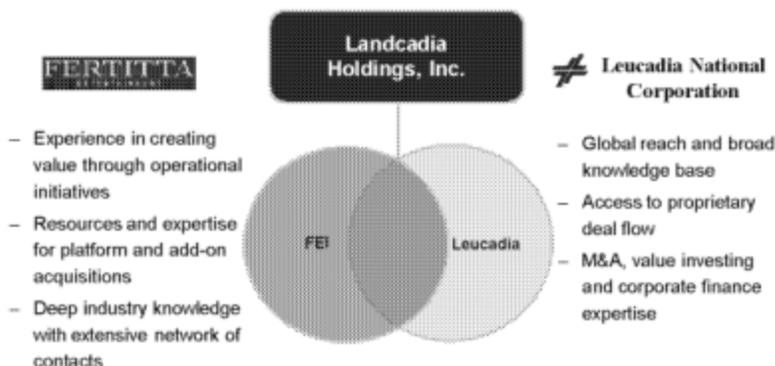
- Intends to find a target in the dining, hospitality, entertainment and gaming sectors in the US
- Management team led by Tilman Fertitta, sole shareholder, Chairman & CEO of Fertitta Entertainment Inc. (FEI) and Richard Handler, CEO of Leucadia National Corporation and its largest operating subsidiary, Jefferies Group LLC
 - over 50 years of collective operating and investing experience across multiple sectors, most notably in restaurants
 - under Fertitta's leadership, FEI has executed over 20 acquisitions since the formation of the company and generated sales in excess of \$3.2bn in 2015
- Potential benefits to Landcadia:
 - opportunity to leverage deep industry / transaction knowledge to scale businesses and maximize full growth potential
 - alignment of interests with a significant stake tied to the future performance of the Company in an all-stock or stock/cash business combination
 - opportunity to monetize proprietary deal flow
 - potential monetary benefits from appreciation of any stock that may be received in the initial business combination

Sponsor investing experience



Strategic alliance

Landcadia's sponsors share similar investment philosophy focused on identifying undervalued assets through evaluation of the business fundamentals and the opportunity for operational and/or capital structure improvements



Transaction benefits to potential target / sellers

- ✓ Partnership with the Landcadia team including access to its global network and operational/financial expertise
- ✓ Potential for owners to receive stock in the initial business combination and create substantial liquidity and realization of value through publicly traded securities of Landcadia
- ✓ "Fast track" to becoming a Nasdaq listed company while minimizing disruptions to the Company and its employees
- ✓ Access to US capital markets and a public currency that can be used to fund acquisitions and organic expansion
- ✓ Ability to structure a transaction to meet specific target needs