

November 16, 2016

The Kraft Heinz Company Recommends Stockholders Reject 'Mini-Tender' Offer by TRC Capital Corporation

PITTSBURGH & CHICAGO--(BUSINESS WIRE)-- The Kraft Heinz Company (NASDAQ: KHC) ("Kraft Heinz") has been notified of an unsolicited "mini-tender" offer by TRC Capital Corporation ("TRC") to purchase up to 1.5 million shares of Kraft Heinz common stock, representing approximately 0.12 percent of Kraft Heinz's shares of common stock outstanding. TRC's offer price of \$77.75 per share is approximately 4.26 percent below the closing price per share of Kraft Heinz's common stock on Nov. 11, 2016, the last trading day before the commencement of the offer.

Kraft Heinz does not endorse TRC's unsolicited mini-tender offer and is not associated with TRC, its mini-tender offer, or the mini-tender offer documents. Because TRC's offer price is at a price below the current market price, Kraft Heinz recommends that stockholders not tender their shares (i.e., take no action) or, if they have already tendered shares, withdraw their shares by providing the written notice described in the TRC mini-tender offer documents prior to the expiration of the offer, currently scheduled for 12:01 a.m., New York City time, on Wednesday, December 14, 2016.

The SEC has cautioned investors that "some bidders make mini-tender offers at below-market prices, hoping that they will catch investors off guard if the investors do not compare the offer price to the current market price." TRC has made many similar unsolicited mini-tender offers for shares of other public companies.

Stockholders should obtain current market quotations for their shares, consult with their broker or financial advisor, and exercise caution with respect to TRC's mini-tender offer. Kraft Heinz encourages brokers and dealers, as well as other market participants, to review the SEC's letter regarding broker-dealer mini-tender offer dissemination and disclosure at http://www.sec.gov/divisions/marketreg/minitenders/sia072401.htm.

Kraft Heinz requests that a copy of this press release be included with all distributions of materials relating to TRC's minitender offer related to shares of Kraft Heinz's common stock.

ABOUT THE KRAFT HEINZ COMPANY

The Kraft Heinz Company (NASDAQ: KHC) is the fifth-largest food and beverage company in the world. A globally trusted producer of delicious foods, The Kraft Heinz Company provides high quality, great taste and nutrition for all eating occasions whether at home, in restaurants or on the go. The Company's iconic brands include *Kraft, Heinz, ABC, Capri Sun, Classico, Jell-O, Kool-Aid, Lunchables, Maxwell House, Ore-Ida, Oscar Mayer, Philadelphia, Planters, Plasmon, Quero, Weight Watchers Smart Ones and Velveeta.* The Kraft Heinz Company is dedicated to the sustainable health of our people, our planet and our Company. For more information, visit <u>www.kraftheinzcompany.com</u>.

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Source: The Kraft Heinz Company

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