

# Quarterly Reconciliation of Consolidated EBITDA (a Non-GAAP Financial Measure) to Earnings from Continuing Operations

## Consolidated EBITDA Reconciliation (In thousands)

	2005				2006			
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr
Earnings from continuing operations	11,361	16,041	18,100	21,364	6,314	7,733	(6,287)	(25,253)
Add/(deduct)								
LIFO	577	828	(229)	(452)	462	461	1,590	117
Depreciation and amortization	8,374	10,614	14,357	10,376	9,702	9,617	12,685	9,447
Interest expense	4,187	6,578	7,919	6,048	6,067	6,120	7,906	6,551
Impairments	458	2,089	1,772	851	1,547	3,247	2,522	4,127
Lease reserves	178	-	216	(191)	902	1,327	4,455	2,675
Subsequent cash payments on non-cash charges	(1,375)	(652)	(752)	(2,690)	(808)	(656)	(1,862)	(686)
Gains on sale of real estate	-	(541)	(556)	(2,600)	33	(1,225)	25	37
Share-based compensation *	680	536	488	14	(187)	634	233	486
Special charge	-	(1,296)	-	-	-	-	6,253	-
Goodwill impairment	-	-	-	-	-	-	-	26,419
Total Consolidated EBITDA *	24,440	34,197	41,315	32,720	24,032	27,258	27,520	23,920

## Consolidated EBITDA Reconciliation (In thousands)

	2007				2008
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr
Earnings from continuing operations	9,485	17,304	18,237	12,496	17,364
Add/(deduct)					
LIFO	808	807	1,077	2,399	1,134
Depreciation and amortization	9,082	8,901	11,902	8,997	9,032
Interest expense	5,595	5,671	6,948	5,367	5,034
Impairments	866	275	640	87	395
Lease reserves	(888)	825	614	-	(2,094)
Subsequent cash payments on non-cash charges	(700)	(663)	(918)	(1,011)	(2,184)
Gains on sale of real estate	-	(147)	-	(1,720)	-
Share-based compensation *	956	1,584	1,632	3,614	1,943
Special charge	-	(1,282)	-	-	-
Goodwill impairment	-	-	-	-	-
Total Consolidated EBITDA *	25,204	33,275	40,132	30,229	30,624

\* The calculation of Consolidated EBITDA has been modified for fiscal 2005 and 2006 to include an adjustment for non-cash share-based compensation.



NASH FINCH COMPANY

# Annual Reconciliation of Consolidated EBITDA (a Non-GAAP Financial Measure) to Earnings from Continuing Operations

## Non-GAAP Reconciliation of Consolidated EBITDA

### Consolidated EBITDA\* Reconciliation (In thousands)

	<u>2005</u>	<u>2006</u>	<u>2007</u>
Earnings (loss) from continuing operations	66,866	(17,493)	57,522
Add/(deduct)			
LIFO	724	2,630	5,091
Depreciation and amortization	43,721	41,451	38,882
Interest expense	24,732	26,644	23,581
Impairments	5,170	11,443	1,868
Lease reserves	203	9,359	551
Special charges	(1,296)	6,253	(1,282)
Gains on sale of real estate	(3,697)	(1,130)	(1,867)
Share-based compensation *	1,718	1,166	7,786
Subsequent cash payments on non-cash charges	(5,469)	(4,012)	(3,292)
Goodwill impairment	-	26,419	-
Total Consolidated EBITDA *	<u>132,672</u>	<u>102,730</u>	<u>128,840</u>

\* The calculation of Consolidated EBITDA has been modified for fiscal 2005 to include an adjustment for non-cash share-based compensation.

## Quarterly Reconciliation of Consolidated EBITDA Margin (a Non-GAAP Financial Measure) to Earnings from Continuing Operations Margin

- Consolidated EBITDA Margin
  - Consolidated EBITDA divided by sales for the respective quarter
  - See Non-GAAP reconciliation of Consolidated EBITDA Margin below:

	2005				2006			
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr
(In Thousands)								
Consolidated EBITDA*	24,440	34,197	41,315	32,720	24,032	27,258	27,520	23,920
Earnings (loss) before income taxes	11,361	16,041	18,100	21,364	6,314	7,733	(6,287)	(25,253)
Sales	882,238	1,085,252	1,464,781	1,123,236	1,034,759	1,070,764	1,426,967	1,099,139
Ratio of Consolidated EBITDA/Sales	2.77%	3.15%	2.82%	2.91%	2.32%	2.55%	1.93%	2.18%
Ratio of Earnings From Continuing Operations/Sales	1.29%	1.48%	1.24%	1.90%	0.61%	0.72%	-0.44%	-2.30%

\* The calculation of Consolidated EBITDA has been modified for fiscal 2005 and 2006 to include an adjustment for non-cash share-based compensation.

	2007				2008
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr
(In Thousands)					
Consolidated EBITDA	25,204	33,275	40,132	30,229	30,624
Earnings (loss) before income taxes	9,485	17,304	18,237	12,496	17,364
Sales	1,032,243	1,063,974	1,367,116	1,069,302	1,021,910
Ratio of Consolidated EBITDA/Sales	2.44%	3.13%	2.94%	2.83%	3.00%
Ratio of Earnings From Continuing Operations/Sales	0.92%	1.63%	1.33%	1.17%	1.70%

## Annual Reconciliation of Consolidated EBITDA Margin (a Non-GAAP Financial Measure) to Earnings from Continuing Operations Margin

- Consolidated EBITDA Margin
  - Consolidated EBITDA divided by sales for the respective fiscal year
  - See Non-GAAP reconciliation of Consolidated EBITDA Margin below:

(In Thousands)	<u>2005</u>	<u>2006</u>	<u>2007</u>
Consolidated EBITDA*	132,672	102,730	128,840
Earnings From Continuing Operations	66,866	(17,493)	57,522
Sales	4,555,507	4,631,629	4,532,635
Ratio of Consolidated EBITDA/Sales	2.91%	2.22%	2.84%
Ratio of Earnings From Continuing Operations/Sales	1.47%	-0.38%	1.27%

\* The calculation of Consolidated EBITDA has been modified for fiscal 2005 and 2006 to include an adjustment for non-cash share-based compensation.

# Reconciliation of Free Cash Flow (a Non-GAAP Financial Measure) to Operating Cash Flow

- Free Cash Flow percentage
  - Free Cash Flow (cash from operations less capital expenditures) divided by average net assets (total assets less current liabilities plus current portion of long-term debt and capital leases)
  - See Non-GAAP reconciliation of Free Cash Flow percentage below:

	2008 Quarter	2007 Quarters			
	1st Qtr 08	4th Qtr 07	3rd Qtr 07	2nd Qtr 07	1st Qtr 07
<b>Free cash flow / Net assets</b>					
Net cash provided by operations for quarter	\$ (701)	22,031	21,518	17,852	22,215
Less capital expenditures for quarter	(2,774)	(11,048)	(4,567)	(4,056)	(1,748)
Free cash flow for quarter	(3,475)	10,983	16,951	13,796	20,467
<b>Free Cash Flow (trailing 4 quarters)</b>	<u>38,255</u>	<u>62,197</u>	<u>76,006</u>	<u>40,560</u>	<u>51,822</u>
Strategic Project Adjustment	2,699				
<b>Adjusted Free Cash Flow (trailing 4 quarters)</b>	<u>40,954</u>				
<b>Net Assets</b>	3/22/08	12/29/07	10/6/07	6/16/07	3/24/07
Total assets	965,775	951,382	981,582	954,722	973,823
Less current liabilities	(279,412)	(282,357)	(313,137)	(275,722)	(292,143)
Plus current LTD and capital leases	3,832	3,842	4,028	3,858	3,830
<b>Net Assets</b>	<u>690,195</u>	<u>672,867</u>	<u>672,473</u>	<u>682,858</u>	<u>685,510</u>
Strategic Project Adjustment	(2,717)				
<b>Adjusted Net Assets</b>	<u>687,478</u>				
<b>Average Net Assets (simple average)</b>	<u>687,853</u>	<u>676,362</u>	<u>698,308</u>	<u>702,788</u>	<u>711,864</u>
<b>Adjusted Average Net Assets (simple average)</b>	<u>686,494</u>				
<b>Free cash flow/ Net Assets</b>	<u>5.56%</u>	<u>9.20%</u>	<u>10.88%</u>	<u>5.77%</u>	<u>7.28%</u>
<b>Free cash flow/ Net Assets (ex. strategic projects)</b>	<u>5.97%</u>				



# Reconciliation of Free Cash Flow (a Non-GAAP Financial Measure) to Operating Cash Flow

- Free Cash Flow percentage
  - Free Cash Flow (cash from operations less capital expenditures) divided by average net assets (total assets less current liabilities plus current portion of long-term debt and capital leases)
  - See Non-GAAP reconciliation of Free Cash Flow percentage below:

	2006 Quarters				2005 Quarter
	4th Qtr 06	3rd Qtr 06	2nd Qtr 06	1st Qtr 06	4th Qtr 05
<b>Free cash flow / Net assets</b>					
Net cash provided by operations for quarter	\$ 33,827	(8,521)	31,476	33,353	
Less capital expenditures for quarter	(9,035)	(9,974)	(6,418)	(2,042)	
Free cash flow for quarter	24,792	(18,495)	25,058	31,311	
<b>Free Cash Flow (trailing 4 quarters)</b>	<u>62,666</u>				
Strategic Project Adjustment					
<b>Adjusted Free Cash Flow (trailing 4 quarters)</b>					
<b>Net Assets</b>	12/30/06	10/7/06	6/17/06	3/25/06	12/31/05
Total assets	954,303	1,040,228	1,034,622	1,038,724	1,077,424
Less current liabilities	(278,222)	(320,802)	(316,859)	(305,424)	(325,859)
Plus current LTD and capital leases	3,776	4,716	4,955	4,918	5,022
<b>Net Assets</b>	<u>679,857</u>	<u>724,142</u>	<u>722,718</u>	<u>738,218</u>	<u>756,587</u>
Strategic Project Adjustment					
<b>Adjusted Net Assets</b>					
<b>Average Net Assets (simple average)</b>	<u>718,222</u>				
<b>Adjusted Average Net Assets (simple average)</b>					
<b>Free cash flow/ Net Assets</b>	<u>8.73%</u>				



## Reconciliation of Deleveraging (debt/Consolidated EBITDA, a Non-GAAP Financial Measure) to Debt/Earnings From Continuing Operations

- Total reported debt and capital lease obligations divided by Pro forma Consolidated EBITDA for the trailing four quarters

	2005				2006			
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr
Consolidated EBITDA (pro forma) for the four trailing quarters*	126,671	155,416	150,785	139,847 ***	131,740	124,376	110,836	102,730 ***
Earnings from continuing operations **	22,803	71,306	65,143	69,819	62,146	53,511	29,124	(17,493)
Total debt and capitalized lease obligations (at period end)	384,141	416,805	424,124	412,681	394,090	374,621	379,971	351,630
Ratio of debt/Consolidated EBITDA	3.03	2.68	2.81	2.95	2.99	3.01	3.43	3.42
Ratio of debt/earnings from continuing operations	16.85	5.85	6.51	5.91	6.34	7.00	13.05	(20.10)

  

	2007				2008
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	1st Qtr
Consolidated EBITDA (pro forma) for the four trailing quarters*	103,902	109,919	122,531	128,840	134,260
Earnings from continuing operations **	(14,322)	(4,751)	19,773	57,522	65,401
Total debt and capitalized lease obligations (at period end)	336,331	324,560	307,567	312,170	333,211
Ratio of debt/Consolidated EBITDA	3.24	2.95	2.51	2.42	2.48
Ratio of debt/earnings from continuing operations	(23.48)	(68.31)	15.55	5.43	5.09

\* Consolidated EBITDA reconciled to earnings from continuing operations. Consolidated EBITDA (pro forma) presented here includes the following further adjustments made to reflect the effect of acquisitions occurring each period as if they had been made at the beginning of the respective periods:

2005 Q2 \$22.1 million  
 2005 Q3 \$16.1 million  
 2005 Q4 \$7.2 million  
 2006 Q1 \$0.3 million

\*\* Consolidated EBITDA reconciled to earnings from continuing operations. Earnings from continuing operations (pro forma) presented here includes the following further adjustments made to reflect the effect of acquisitions occurring each period as if they had been made at the beginning of the respective periods:

2005 Q2 \$6.8 million  
 2005 Q3 \$5.2 million  
 2005 Q4 \$3.0 million  
 2006 Q1 \$0.3 million

