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Morgan Lewis Advises Apollo on Creation of Leading Farmers Market Specialty Retailer

NEW YORK, February 16, 2011: Sprouts Farmers Market ("Sprouts") and Henry's Farmers Market ("Henry's"), two companies originally founded by the Boney Family that have operated under separate owners for almost a decade, announced the execution of definitive agreements to combine operations under the majority ownership and sponsorship of Apollo Management, L.P., one of the world's leading private equity firms. Morgan Lewis represented Apollo on the transaction.

The combined company will operate under the Sprouts Farmers Market name and will be one of the largest players in the exciting, fast-growing "farmers market" specialty segment of the retail food industry, as well as one of the largest grocers in the Western U.S. with annual revenues in excess of \$1 billion. The transaction is expected to close early in the second quarter 2011.

The Morgan Lewis team on the deal included Business & Finance partners Robert Robison and R. Alec Dawson, Tax partner Kenneth Kail, and Employee Benefits & Executive Compensation partner Gary Rothstein, assisted by associates Sheryl Orr, Spencer Marsden, and Damian Guzman.

For additional details on the transaction, please see Sprouts' press release at: <http://www.marketwire.com/press-release/Sprouts-Announces-Combination-With-Henrys-Creating-Leading-Farmers-Market-Specialty-1397319.htm>.

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