

“Garden Fresh Restaurant Corp. to Merge With an Affiliate of Fairmont Capital, Inc.”

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Garden Fresh Restaurant Corp. (NASDAQ: LTUS), operator of the Souplantation and Sweet Tomatoes restaurants, announced today that it has entered into a definitive agreement to merge with an affiliate of **Fairmont Capital, Inc.** The merger agreement provides that the stockholders of Garden Fresh will receive \$16.35 per share in cash for their shares of common stock.

Fairmont Capital, and its partners, will be providing the equity portion of the financing and will finance the balance of the purchase price. Fairmont Capital has received written commitments from Fleet National Bank and Fleet Securities, Inc. to fund the senior debt portion of the transaction and has received commitments from other financing sources for the balance of the amount which is to be financed.

Garden Fresh's Board of Directors, with the unanimous recommendation of a Special Committee composed of independent directors, has approved the proposed merger and has agreed to recommend that the company's stockholders approve the merger. SG Cowen Securities Corporation served as the financial advisor to the Board of Directors and its Special Committee in connection with the proposed merger.

After completion of the proposed merger, Garden Fresh will continue to be headquartered in San Diego, California, and will operate as a private company. It is expected that the current Garden Fresh senior management team will remain in place and will have an opportunity to acquire an equity interest in the ongoing company.

Robert A. Gunst, Chairman of the company and the Special Committee, stated that “The Board of Directors supports this proposed merger. It provides our stockholders with a liquidity event at a price substantially in excess of the prices at which Garden Fresh has recently traded. The Board of Directors is pleased that Fairmont Capital is prepared to offer a price to our stockholders that is substantially higher than the value placed on the company by public markets and which is consistent with our view of Garden Fresh's value.”

The transaction is subject to the satisfaction of customary closing conditions, including: the approval of the merger by the holders of Garden Fresh's stockholders; any required antitrust clearance; and the receipt by GF Holdings, Inc. (an affiliate of Fairmont Capital) of the proceeds contemplated by the financing commitments referenced above.

Stockholder approval will be solicited by the company by means of a proxy statement, which will be mailed to stockholders upon the completion of the required Securities and Exchange Commission filing and review process. Garden Fresh expects to hold a special meeting of stockholders to vote on the merger agreement in either November or December of 2003. If Garden Fresh's stockholders approve the merger agreement and all of the other conditions to the merger are satisfied, Garden Fresh expects that the merger will be completed as soon as possible after the special meeting of stockholders.

Garden Fresh expects to file shortly with the Securities and Exchange Commission a Current Report on Form 8-K containing a copy of the merger agreement.

Garden Fresh Restaurant Corp. currently operates 97 salad buffet restaurants in California, Florida, Arizona, Colorado, Georgia, Illinois, Kansas, Missouri, Nevada, New Mexico, North Carolina, Oregon, Texas, Utah and Washington under the names Souplantation and Sweet Tomatoes. Its restaurants offer an abundance of fresh, quality salad selections, soups, bakery items, pastas and desserts in a self-serve format. For more information about the company, see Garden Fresh's website located at www.gardenfreshcorp.com.

“Garden Fresh Restaurant Corp. to Merge With an Affiliate of Fairmont Capital, Inc.”

Fairmont Capital, Inc. is a private investment company whose primary focus is the acquisition of seasoned operating companies. Fairmont Capital seeks those situations in which long-term capital appreciation can be achieved through the combination of creative management, new strategies, and quality corporate assets. Since 1986, Fairmont Capital and its affiliates have completed acquisitions in various consumer products and service industries to build portfolio companies. Consumer industries that Fairmont Capital has invested in include furniture, apparel, catalog companies, auction houses, and restaurants.

In mid-2001, Fairmont Capital initiated the successful “going private” transaction of **VICORP Restaurants, Inc.** (Bakers Square and Village Inn). Fairmont Capital currently owns **Shari’s Management Corporation**, headquartered in Beaverton, Oregon. Under the name Shari’s Restaurants, the company operates a 97-unit chain of family-style restaurants located throughout the Pacific Northwest.

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Note: Fairmont Capital, Inc. and its co-investors acquired Garden Fresh Restaurant Corp. in March 2004, VICORP Restaurant Corp. in May 2001 and Shari’s Management Corp. in February 1999.