

# NOTICE OF SALE AND INVESTMENT SOLICITATION PROCESS ( "SISP" ) THE FLOWR CORPORATION

On October 20, 2022, The Flowr Corporation and certain of its subsidiaries (collectively, "**Flowr**") were granted protection pursuant to an order, as amended, (the "Amended and Restated **Initial Order**") issued under the *Companies' Creditors Arrangement Act* by the Ontario Superior Court of Justice (the "**Court**"). Ernst & Young Inc. ("**EY**") was appointed Monitor. On October 28, 2022, the Court authorized and directed Flowr to undertake a sale and investment solicitation process (the "**SISP**").

Flowr is a licensed producer of cannabis in accordance with the *Cannabis Act* and the *Cannabis Regulations* that is licensed to cultivate, produce, distribute, and sell dried cannabis flower, pre-rolled cannabis and other cannabis products. Flowr currently supplies the Canadian markets, and has two international supply agreements, one for the EU and one for Israel. Flowr grows and packages cannabis in its state-of-the-art 20 room indoor purpose-built cultivation facility in Kelowna, British Columbia, a key differentiator in their business.

The SISP is intended to solicit interest in an acquisition or refinancing of Flowr's business, or a sale of the assets and/or the business of Flowr on a going concern basis, which may include, among other things, a merger, reorganization, recapitalization, primary equity issuance or other similar transaction.

The deadline to submit a binding offer is set for November 25, 2022 at 5:00 p.m. (Eastern Time).

Those who are interested in participating in this SISP can contact the Monitor to receive additional information at:

**Ernst & Young Inc. -**

**The Court-Appointed Monitor of Flowr**

100 Adelaide Street West, P.O. Box 1

Toronto, ON, M5H 0B3 Canada

Hotline: 1-833-681-0537 or 416 932 4923

Email: [flowr.monitor@ca.ey.com](mailto:flowr.monitor@ca.ey.com)

Attention: Daniel Taylor

Copies of the SISP Order, and the SISP Process may be obtained from the website of Ernst & Young Inc., at [www.ey.com/ca/flowr](http://www.ey.com/ca/flowr).

**DATED** at Toronto this 4th day of November, 2022.

