

Pangea Natural Foods Inc. to Consolidate its Common Shares

VANCOUVER, BC, February 12, 2025 – Pangea Natural Foods Inc. (CSE: PNGA) (OTCQB: PNGAF) (the “**Company**”) announces that further to the Company’s news release dated February 4, 2025, the Company will be consolidating all of its issued and outstanding common shares (the “**Shares**”) on the basis of one (1) post-consolidated Share for every six (6) pre-consolidated Shares held (the “**Consolidation**”).

The Company's board of directors approved the Consolidation on February 12, 2025, and have set February 18, 2025 as the record date of the Consolidation. Trading of the Shares on a post-Consolidation basis on the Canadian Securities Exchange (“**CSE**”) is expected to commence on or about February 18, 2025. The new CUSIP number for the Shares will be 69841D208 and the new ISIN number will be CA69841D2086. The Company's name and stock symbol will remain unchanged following the Consolidation.

As of the date hereof, the Company currently has 86,231,999 Shares issued and outstanding. The Consolidation will reduce the number of outstanding Shares to approximately 14,372,000 Shares issued and outstanding.

Holders of physical share certificates of the Company are required to complete and return a letter of transmittal to the Company’s transfer agent, Endeavor Trust Corporation, in order to receive their post-Consolidation Shares. Please visit www.endeavortrust.com for guidance on the process for returning your pre-consolidation share certificates and receiving your post-consolidation Shares. Shareholders whose shares are represented by a direct registration system statement will automatically receive their post-Consolidation Shares without any further action. Shareholders who hold their shares through an intermediary are encouraged to contact their intermediaries if they have any questions.

No fractional Shares will be issued under the Consolidation as fractional Shares will be rounded either up or down to the nearest whole number of Shares. Each fractional Share remaining after conversion that is less than half of a Share will be cancelled and each fractional Share that is at least half of a Share will be changed to one whole Share. The exercise price and number of Shares issuable pursuant to the exercise of any outstanding convertible securities, including incentive stock options and warrants, will also be adjusted in accordance with the Consolidation ratio.

About Pangea Natural Foods Inc.

Pangea Natural Foods Inc. is a food manufacturing company focused on manufacturing, co- packing and distributing high-quality plant-based food and health products across North America.

On Behalf of the Board of Directors

"Pratap Sandhu"

Pratap Sandhu

CEO, Interim CFO, Corporate Secretary and Director

For further information, please visit the Company's website at www.pangeafood.com or contact:

Pangea Natural Foods Inc.

Pratap Sandhu, Chief Executive Officer

Telephone: **+1 (604) 765-8069**

Email: pratap@pangeafood.com

Media contact: media@pangeafood.com

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statements

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. More particularly and without limitation, this news release contains forward-looking statements and information relating to the effective date of the Consolidation, the number of Shares outstanding following the Consolidation, the treatment of fractional shares in the Consolidation, and other statements that are not historical facts. The forward-looking statements and information are based on certain key expectations and assumptions made by the management of the Company. As a result, there can be no assurance that such plans will be completed as proposed or at all. Although management of the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information since no assurance can be given that they will prove to be correct.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, the Company's ability to complete the Consolidation on the effective date, the number of post-Consolidation Shares may be different from the number set out herein, and other risks detailed from time to time in the filings made by the Company in accordance with securities regulations. Accordingly, readers should not place undue reliance on the forward-looking statements and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive. The forward-looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.