# **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K
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### **CURRENT REPORT** PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): April 12, 2022

# **Lowell Farms Inc.**

(Exact name of registrant as specified in its charter)

British Columbia, Canada (State or other jurisdiction of incorporation

000-56254 (Commission file number)

NA

(IRS Employer

**Identification Number)** 

19 Quail Run Circle, Suite B Salinas, California 93907 (Address of principal executive offices)

(831) 998-8214

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

unacı	any of the following provisions (see	reneral instruction 11.2. below).							
<ul> <li>□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)</li> <li>□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)</li> <li>□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)</li> <li>□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)</li> </ul>									
Secur	ities registered pursuant to Section 12(	b) of the Act:							
	Title of each class	gistered pursuant to Section 12(b) of the Act:	Name of exchange on which registered						
	•								
		•	ed not to use the extended transition period for ant to Section 13(a) of the Exchange Act.						

### Item 7.01 Regulation FD Disclosure

The slide presentations attached hereto as Exhibits 99.1 and 99.2, and incorporated herein by reference, will be displayed on the website of Lowell Farms Inc. (the "Company") starting on April 12, 2022, and may be used by the Company in presentations to existing and prospective investors and to analysts on or after April 12, 2022.

The investor presentation has been updated for current financial and operational information. The harvest report reflects the monthly results of flower harvests at each of our greenhouses. The current month's results are preliminary pending actual results once the drying process has been completed. These preliminary results are adjusted to actual in the following month's report.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such a filing.

### Item 9.01 Financial Statements and Exhibits

<u>Number</u>	<u>Exhibit</u>
99.1	Investor Presentation as of April 12, 2022
99.2	Harvest Report as of April 12, 2022

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 12, 2022 Lowell Farms Inc.

By: /s/ Brian Shure

Name: Brian Shure

Title: Chief Financial Officer



### **INVESTOR PRESENTATION**

(CSE:LOWL; QTCQX: LOWLF)

### DISCLAIMER

USEOF NON-GAAP MEASURES
This document refers to EBITDA because certain investors may use this information to assess the Company' performance and also determine the Company's ability to generate cash flow. This data is furnished to provide additional information and is a non-GAAP measure and does not have any standardized meaning prescribed by GAAP and therefore may not be comparable to similar data presented by other issuers. It should not be considered in isolation as a substitute for measures of performance prepared in accordance with GAAP and is not necessarily indicative of operating costs presented under GAAP. EBITDA is not income (loss), excluding the effects of income taxes (recovery), not interest sexes, depreciation and amortization, and Adjusted EBITDA also includes non-cash fair value adjustments on investments, unrealized foreign currency gains/losses, share-based compensation expense and other transactional and special expenses, such as acquisition costs and expenses related to the markup of acquired finished goods inventory, which are inconsistent in amount and frequency and are not what we consider as typical of our continuing operations. What has a consistent in amount and frequency and are not what we consider as typical of our continuing operations. We use Adjusted EBITDA internally to understand, manage, make operating decisions related to cash flow generated from operations and evaluate desiron, we use Adjusted EBITDA internally to understand, manage, make

ON FORWARD-LOOKING STATEMENTS

This document includes information, statements, beliefs and opinions which are forward-looking, and which reflect current estimates, expectations and projections about future events, referred to herein as forward-looking statements or "forward-looking information". Statements containing the words "believe", "expect", "intend", "should", "seek", "anticipate", "will", "positioned", "project", "risk", "plan", "may," "estimate" or, in each case, their negative and words of similar meaning are intended to identify forward-looking statements. By their nature, forward-looking statements involve a number of known and unknown risks, uncertainties and assumptions concerning, among other things, the Company's anticipated business strategies, anticipated trends in the Company's business and anticipated market share, that could cause actual results or events to differ materially from those expressed or implied by forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein are consistent with the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein are consistent with the forward-looking statements, the contained in this document, those results or developments may not be indicative of results or developments in subsequent periods. Although Lowell Farms has attempted to identify important risks and factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors and risks that cause actions, events or results not to be as anticipated, estimated or intended. A description of assumptions used to develop such forward-looking information, there may be other factors and risks that cause actual results of differ materially from those described in forward-looking information can be found

ON FUTURE-ORIENTED FINANCIAL INFORMATION

To the extent any forward-booking information in this Presentation constitutes "financial information" or "financial outlooks" within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate the anticipated market penetration of the Company's products and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks, as with forward-looking statements industrated and results of operations may differ materially from management's current expectations and, as a result, Indus' revenue and expenses may differ materially from the revenue and expenses profiles provided in this Presentation. Such information is presented for illustrative purposes only and may not be an indication of Indus' actual financial position or results of operations

### **COMPANY SNAPSHOT**

- California based, licensed cannabis operator
- Four primary segments:
  - CPG Sales: a fast growing, top-tier leader in the world's most discerning market with six active brands across five cannabis categories
  - 2. Out of State Licensing: our legendary CPG Products
  - 3. Farm Services: supporting local cannabis farmers with scaled services
  - Bulk Flower Sales: Sale of excess flower from our awardwinning greenhouse
- CSE Listed: Lowell Farms Inc. (CSE: LOWL; OTCQX: LOWLF)
- LTM Revenues thru 12/31/2021 of \$53.7m

	3/31/2022 (\$USD)
Stock Price	\$0.3684
Market Cap <sup>1</sup>	\$76,978,003
Net Working Capital <sup>2</sup>	\$21,305,020
Debt	\$8,857,000
Enterprise Value <sup>3</sup>	\$64,529,983

Based on Fully Diluted Shares of 209.0m as of 3/31/2022, using treasury method on in-the-money options and warrants. Convertible Debentures are treated as equity given in-the-money status.

<sup>2</sup> As of 12/31/2021.

<sup>&</sup>lt;sup>3</sup> Defined here as Market Cap minus net working capital plus debt.

### LOWELL: AN INTEGRATED STRATEGY DRIVING LONGERM VALUE

CALIFORNIA CPG	Successfully building brand strength in the world's largest and most competitive market
BRAND LICENSING	Leveraging the the strength of our brands via licensing arrangements with MSO operators in other recreational markets
BULK FLOWER	We support our brands by reliably growing a consistent supply of flower, the best of which goes into our CPG brands, the balance of which we sell wholesale
FARM SERVICES	Integrating our business with a vast array of farmers allowing us to ensure diversified access to raw materials from the best growers in the world, further improving our CPG brands

# LOWELL FARMS CPG: OUR BRANDED PORTFOLIO

We delight our customers with products in the five largest categories in California across our six brands

- 1. JARRED FLOWER
- 2. PRE-ROLLS
- CHULA





- 3. EDIBLES
- 4. VAPE PRODUCTS
- CONCENTRATES







# CPG: CATEGORY LEADERSHIP AS OF Q4 2021

- # 1 IN CA FLOWER SALESBY UNIT VOLUME (3.4% MARKET SHARE)
- #2 IN CAFLOWER SALES RECEIPTS HIND INDOOR BRAND CANNABIOTIX
- #3 IN CAPREROLL SALES RECEIPT(8.7% MARKET SHARE)
- #2 IN CACONCENTRATES SALESBY UNIT VOLUME (5.0% MARKET SHARE)
- #5 IN CACONCENTRATES SALES RECEIPT(\$0% MARKET SHARE)

#19 IN CAVAPE CATEGORY & CLIMBING5.7% MARKET SHARE) UNIT VOLUMEGREW 54%IN Q4, FASTEST IN CATEGORY

All data, including market share data is based on 3rd party data provide Headset for the period 10/1/21 through 12/31/21

### LOWELL FARMS CPGSTRATEGY FOR WINNING

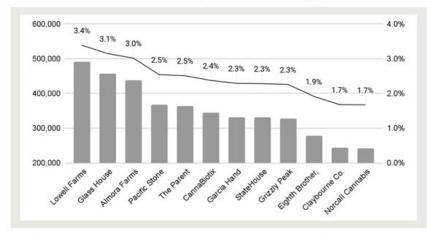
- We participate in large established categories
- - o Growing at our greenhouse and buying 3rd party outdoor flower
- We win with vertical integration and full ownership of supply chain, controlling quality and stabilizing supply
- ☑ We win with captive distribution that gives us daily connectivity to our clients
- ☑ We win by not competing with our dispensary customers (we don't do retail)

# **LOWELL CPG:**WINNING

FLOWER SALES (Units & market share) (a)

IN THE LARGEST
CATEGORY IN THE
LARGEST MARKET IN
THE WORLD

In Q4, Lowell became the largest vendor of Flower in CA by unit volume



(a) Q4 Headset data: Aggregates all underlying brands by parent company. Lowell brands are Lowell Smokes and House Weed

# **CPG: BRAND HEALTH**

SALES GROWTH (Q4/Q3 2021)

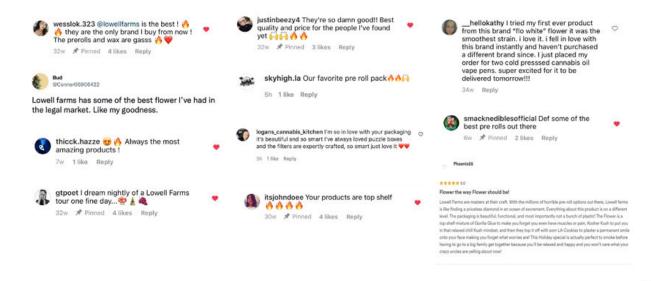
Lowell is taking share in four out of the five product categories in which we compete

The five categories that Lowell participates in represent approximately 95% of the CA market

	MARKET	LOWELL	LOWELL RANK
Flower	-8%	8%	#1 by Volume / #2 by Sales
Vapes	196	50%	#19 by Sales
PreRolls	-2%	7%	#3 by Sales
Edibles	2%	-10%	#15 by Sales
Concentrates	-6%	49%	#2 by Volume / #5 by Sales
Total	-3%	13%	

All data, including market share data is based on 3rd party data provide Headset for the period 10/1/21 through 12/31/21 and does not represent GAAP sales or revenue figures

### THERE IS ONLY ONE WAY TO DO ITOUALITY.



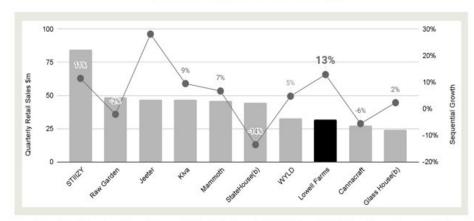
# CPG BRAND HEALTH: RELATIVE GROWTH

Q4 2021 CPG SALES BY COMPANY (a)

According to Headset, Lowell is the #8 largest CPG portfolio in California up from the #16 position during the same period in 2020

Notable Tier I MSO's with CPG portfolios in CA:

- ∅ #15 Curaleaf



- (a) All data is based on 3rd party data provide Headset for the period 10/1/21 through 12/31/21 and does not represent GAAP sales or revenue figures. CPG sales are estimates and capture brand sales volume at retail. Growth percentages are from the same data set collected for the period from 7/1/21 through 9/30/21.
- (b) Pro Forma for pending mergers and acquisitions

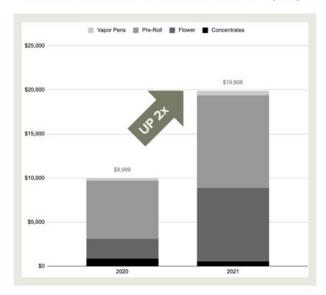
# LOWELL SMOKES: A CALIFORNIA ICON RESTORED

Since the merger with Indus, the Lowell brand has doubled retail sales as measured by headset

Shows the power in uniting infrastructure and capabilities with a strong brand

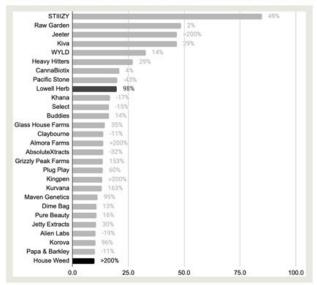
Restoring Lowell to health in California allows us to take the brand elsewhere in the Country with authority

LOWELL QUARTERLY RETAIL SALES VELOCITY (\$'000)



### TWO OF CALIFORNIA'S FASTEST GROWING BRANDS

### CALIFORNIA'S TOP BRANDS & Y/Y GROWTH (Q4 SALES))



# Lowell Farms has two of California's fastest growing brands

Lowell Herb Co. is now a top 10 brand and House Weed is the fastest growing brand among the top 30 brands

(a) All data is based on 3rd party data provide Headset for the period 10/1/21 through 12/31/21 and does not represent GAAP sales or revenue figures. CPG sales are estimates and capture brand sales volume at retail. Growth percentages are from the same data set collected for the period from the prior year.

# **BRAND EXPANSION VIA LICENSING**

As our brands gain strength in California, we leverage that brand credibility onto shelves in other markets

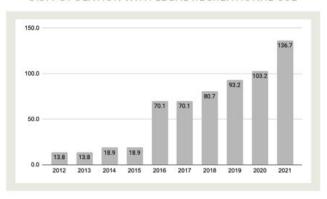
Nearly 100 million Americans live in markets with recreational weed outside of California

New consumers are thirsting for products with appellation and California brands lend credibility

What is in it for the MSOs: As competition heats up, brands will be critical tools of differentiation

To date: Lowell is available in 43% of the recreational markets nationwide (by population) and will be 50% pending Michigan later this year

### U.S. POPULATION WITH LEGAL RECREATIONAL USE





# LOWELL FARM SERVICE (LFS)

- LFS is the first of its kind in the country, a "midstream processing" facility for local growers in the most fertile environment in America
- LFS allows growers to variabalize their biggest costs so they can compete
- Allows for massive on-site reductions in labor for most growers
- Mean How it works: we take wet-harvested product into our facility and perform drying, bucking, trimming on a rate-card basis



### LFS: A WINNING STRATEGY

### A WIN FOR GROWERS

- Growers reduce opex (on-site labor and management)
- □ Farmers reduce contamination risks by reducing traffic at cultivation
- Farmers eliminate need for expensive facility upgrades to comply with processing space requirements

### A WIN FOR LOWELL

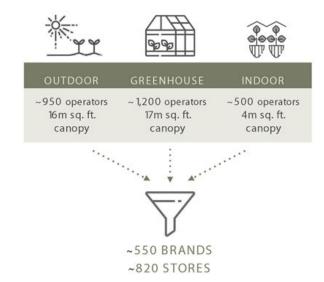
- Lowell makes a profit margin through investments in automation infrastructure
- Lowell has access to a diversified stream of cultivated products

LFS allows farmers to compete with the largest operators in America and brings the best product to market for the consumer



# **CALIFORNIA: OUR VIEW ON CULTIVATION**

- There are over 2,600 different growers in California vying for shelf space within ~550 active flower brands in California
- As emerging commodity markets mature, wholesale prices tend to move toward the marginal cost of production
- Outdoor canopy had been delayed by regulators is now growing footprint due to low barriers to entry so we expect more outdoor flower to come online
- Our LFS business allows us to align ourselves with the lowest marginal cost of production without maintaining our own outdoor cultivation



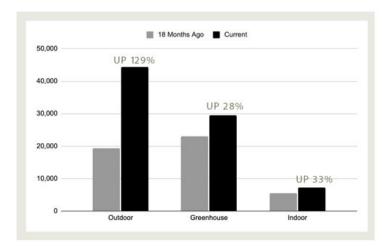
### SUPPLY: THE DEEPEST MARKET IS GETTING DEEPER

Total canopy in CA has grown nearly 100% over the past 18 months whereas consumer demand has only increased by~15%

This has caused prices to fall substantially from last summer. Some operators are waiting for pricing to rationalize

Instead, we are building for a future where we partner with the best growers versus trying to put them out of business

LFS helps harvest their crops and Lowell brings the best of their products to market under our brands



All the competition in California makes it the best weed in the world. There are 3,700 different growers today in California, all looking to innovate and inspire

### A DUEL TRACK SOURCING MODEL

### OUR CUITIVATION FACILITY

- A steady and consistent supply of award-winning cannabis
- □ Currently provides for more at least 150% of our CPG needs
- Insulates our CPG business from upward price spikes that have historically plagued CPG brands who have attempted "asset-light"

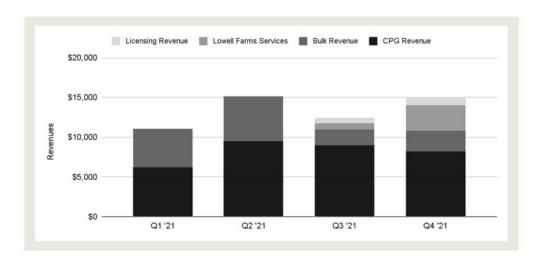
### LOWELL FARM SERVICES

- A call option on a stream of material
- □ Bring more diversity to market
- Insulates our CPG business from downward price drops by giving us access to material that can be below our marginal cost

Using both sources of material, Lowell CPG has a longer -term insulation against commodity price volatility



# **COMPONENTS OF REVENUE**



# REPORTED FINANCIALS

### SUMMARY INCOME STATEMENT

(USD in thousands)

	Q3	Q4	2021
CPG Revenue	\$8,958	\$8,219	\$32,917
Bulk Revenue	\$2,008	\$2,603	\$15,041
Lowell Farm Services	\$800	\$3,153	\$3,952
Licensing Revenue	\$701	\$1,098	\$ 1,8 13
Total Net Revs	\$12,487	\$15,072	\$53,722
Gross Profit <sup>2</sup>	\$64	\$992	\$3,573
Gross Margin	1%	7%	7%
Adj. EBITDA¹	(\$5,187)	(\$3,605)	(\$ 14,405)

	12/3 1/2021
Cash	\$7,887
Current Assets	\$31,428
Current Liabilities	\$10,123
Net Working Cap	\$21,305

<sup>1</sup> Adjusted EBITDA defined as earnings before interest, taxes, depreciation, amortization, and transaction and other special charges as described in our Form 10-Q and 10-K

<sup>2</sup> Excludes an inventory impairment charge of \$2.8m in Q4 and \$1.1m for the full year

# **BALANCE SHEET**

	December 31, 2021		December 31, 2020	
ASSETS				-
Current assets:				
Cash and cash equivalents	3	7,887	\$	25,751
Accounts Receivable - net of allowance for doubtful accounts of \$1,139 and \$1,389 at December 31, 2021 and December 31, 2020, respectively		8,222		4,529
Inventory		13,343		9,933
Prepaid expenses and other current assets		1,976		6,391
Total current assets	- 12	31,428		46,604
Property and equipment, net		84,779		49,243
Goodwill				357
Other intangibles, net		40,756		736
Other assets		416		476
Total assets		137,379	5	97,416
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities:				
Accounts payable	5	3,102	\$	2,137
Accrued payroil and benefits		650		1,212
Notes payable, current portion		221		1,213
Lease obligation, current portion		2,444		2,301
Other current liabilities		3,706		8,860
Total current liabilities		10,123	9	15,723
Notes payable		28		303
Lease obligation		34,052		36,533
Convertible debentures		14,012		13,701
Mortgage obligation		8,857		
Total liabilities		67,072		66,260
STOCKHOLDERS' EQUITY				
Share capital		189,368		125,540
Accumulated deficit		(119,061)		(94,384)
Total stockholders' equity		70,307		31,156
Total liabilities and stockholders' equity		137,379	\$	97,416

# **CAPITALIZATION TABLE**

### 3/31/2022

Share Class	Shares ('000)
Super Voting Shares	203
Class A Subordinated Voting Shares	100,288
Class B Subordinated Voting Shares	11,738
Basic Shares Outstanding	112,026
Issuable upon conversion/exchange of Convertible Debt	77,443 (
Pro Forma Shares Outstanding	189,468
Warrants	101,907 (
Options	9,764 (
Stock Units	487 (
Pro Forma Fully Diluted Shares	301,625

### Notes

- (a) Convertible exchange share price of \$0.20
- (b) Warrant exercise price range from \$0.28 to \$11.75
- (c) Option excercie price range from \$0.31 to \$6.07
- (d) Share amounts will reduce if respective holders use shares in lieu of paying payroll taxes



\$LOWL.CN & \$LOWLF

# MARCH HARVEST DATA

### Lowell Farms Harvest Report Power Reduction Summary

Status		Preferinary	Actual											
House 1 - 10 Rooms	LTM	Mar '22	Feb '22	Jan '22	Dec 121	Nov '21	Oct '21	Sep '21	Aug '21	Jul '21	Jun '21	May '21	Apr '21	Mar '21
Dry Flower LBS	11,740	336	567	1,117	766	1,146	881	920	1,409	1,087	980	1,363	587	741
Average LBS per Harvest	206.1	187.3	188.9	171.9	215.9	201.8	200.8	290.1	234.9	191.4	226.6	227.1	195.6	148.2
f of Harvests	67.0	5.0	3.0	6.5	3.5	5.7	4.3	4.0	6.0	5.7	4.3	6.0	3.0	5.0
LGS per SF per Harvest	0.05	0.06	0.05	0.05	0.06	0.06	0.08	0.07	0.07	0.05	0.06	0.06	0.06	0.04
House 2 - 10 Rooms	LTM	Mar '22	Feb '22	Jan '22	Dec '21	Nov '21	Oct '21	5ep '21	Aug '21	Jul '21	Jun '21	May '21	Apr '21	Mar '21
Dry Flower LBG	11,820	1,062	740	616	912	938	799	1,132	1,439	1,000	1,326	1,244	495	497
Average LBS per Harvest	196.6	196.8	147.9	129.1	152.9	156.3	226.3	295.2	234.6	207.7	265.3	248.7	223.7	99.4
# of Harvests	60.5	6.6	5.0	5.0	4.0	60	3.5	6.6	6.0	5.0	6.0	5.0	4.0	6.0
LBS per SF per Harvest	80.0	0.06	0.04	0.04	0.04	0.04	80.0	0.06	0.07	83.0	0.08	0.07	0.06	0.03
House 5 - il Asoma	LTM	Mar '22	Feb '22	Jan '22	Dec *21	Nov '21	Out '21	Sep '21	Aug '21	Jul '21	Jun '21	May '21	Apr '21	Mor '2
Dry Flower LBB	11.501	266	1,294	787	1,169	860	1,221	942	1,195	684	1.207	497	1,300	617
Average LBS per Harvest	247.9	251.7	258.9	262.4	292.2	214.9	244.3	295.6	229.1	221.4	241.3	245.3	261.6	212.3
# of Harvests	48.0	3.0	5.0	3.0	4.0	4.0	5.0	4.0	5.0	3.0	5.0	2.0	5.0	3.0
LGS per SF per Harverit	9.97	9.07	9.07	0.07	0.08	0.00	0.07	0.07	0.07	93.0	0.07	9.97	0.07	0.06
House 4 - 1 Room	LTM	Mar '22	Feb '22	Jan '22	Dec '21	Nov '21	Oct '21	Sep '21	Aug '21	Jul '21	Jun '21	May '21	Apr '21	Mar 121
Dry Flower LBG	146												140	
Average LBS per Harvest	146.3	rend	ned	nerf	mod	nenf	rumf	runf	nent	nerd	rent	ned	146.2	rmf
of Harvests	1.0												1.0	
L8S per SF per Harvest	0.04	ned	net	net	not	net	net	ent	nent	nert	rest	ned	0.04	ref
Total - 29 Roome	LTM	Mar 122	Feb '22	Jan 122	Dec '21	Nov '21	Oct '21	5ep '21	Aug '21	Jul '21	Jun '21	May '21	Apr '21	Mar 12
Dry Flower LBS	35,616	2,774	2,601	2,630	2,538	2,943	2,891	2.964	4,014	2,790	3.513	3,103	2,937	1,875
Average LBS per Harvest	215.2	205.5	200:1	173.6	220.5	167.7	225.7	221.6	236.1	204.0	245.3	216.7	225.9	144.2
of Harvests	165.5	13.6	13.0	16.5	11.6	16.7	12.8	13.5	17.0	13.7	14.3	13.0	13.0	13.0
LBS per SF per Harvest	0.06	0.06	0.06	0.05	ggr	0.05	0.00	0.06	0.07	0.06	0.07	0.07	9.07	0.04