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

#### FORM 8-K

#### CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 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)

	the appropriate box below if the Form 8-K filing is a la Instruction A.2. below):	intended to simultaneously satisfy the filing obligation	of the registrant under any of the following provisions (see
	Written communications pursuant to Rule 425 und	der the Securities Act (17 CFR 230.425)	
	Soliciting material pursuant to Rule 14a-12 under	the Exchange Act (17 CFR 240.14a-12)	
	Pre-commencement communications pursuant to	Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-	l-2(b))
	Pre-commencement communications pursuant to	Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-	-4(c))
Securi	ties registered pursuant to Section 12(b) of the Act:		
	Title of each class	<u>Trading Symbols</u>	Name of exchange on which registered
	te by check mark whether the registrant is an emergities Exchange Act of 1934 (17 CFR §240.12b-2).	ing growth company as defined in Rule 405 of the Secur	rities Act of 1933 (17 CFR§230.405) or Rule 12b-2 of the
			Emerging growth company $\ oxtimes$
	merging growth company, indicate by check mark i ial accounting standards provided pursuant to Secti	if the registrant has elected not to use the extended transion 13(a) of the Exchange Act. $\Box$	sition period for complying with any new or revised

#### 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 July 12, 2022, and may be used by the Company in presentations to existing and prospective investors and to analysts on or after July 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

Number	Exhibit
99.1	Investor Presentation as of July 12, 2022
99.2	Harvest Report as of July 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: July 12, 2022 Lowell Farms Inc.

By: /s/ Brian Shure
Name: Brian Shure
Title: Chief Financial Officer



#### INVESTOR PRESENTATION

(CSE:LOWL: QTCQX: LOWLF)

## DISCLAIMER

#### USE OF NON-GAAP MEASURES.

USE OF NON-GALP 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 incore (loss), excluding the effects of income taxes (recovery), net interest expense, 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. Management believes this measure in the capital imarkets and as it is a close proxy for repeatable cash generated by operations. We use Adjusted EBITDA internally to understand, manage, make operating decisions related to cash flow generated from operations and evaluate our business. In addition, we use Adjusted EBITDA to help plan and forecast future periods.

#### ON FORWARD LOOKING STATEMENTS

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 frends 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 the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the cutcome and financial effects of the plans and events described herein. In addition, even if the outcome and financial effects of the plans and events described herein are consistent with the forward-looking statements contained in this document, those results or developments may not be infloating 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 not to be as anticipated, estimated or intended. A description of assumptions used to develop such forward-looking information can be found in the Company's disclosure documents, such as the Company's fisting statement and managements' sitioussion and analysis, field on the SEDAR website at www.sec.gov. The Company believes are estimates, expectations and projections will prove to have been correct. You should not place undoe relaxed on the EDGAR website at www.sec.gov. The Company assumes no obligation to update or will continue in the future. In this regard, certain financial information contained herein has been extracted from, or based upon, information available in the public domain and/or provided by the Company. In particular, historical results should not be taken as a representation that such trends will be replicated in the future. No statement in this document is intended to be nor may be construed as a forecast.

#### ON FUTURE-ORIENTED FINANCIAL INFORMATION

ON POTORE-ORIENTED FIRANCIAL INFORMATION
To the extent any forward-looking 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 information generally, are, without limitation, based on the assumptions and subject to the risks set out above under the heading "On Forward-Looking Statements". Indus' actual financial position and results of operations under 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
  - 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 3/31/2022 of \$55.1m

	6/30/2022 ( <u>\$USD)</u>
Stock Price	\$0.23
Market Cap <sup>1</sup>	\$43,577,751
Net Working Capital <sup>2</sup>	\$17,993,000
Debt	\$8,813,000
Enterprise Value 3	\$34,397,751

<sup>&</sup>lt;sup>1</sup>Based on Fully Diluted Shares of 189.5m as of 6/30/2022, using treasury method on in-the-money options and warrants. Convertible Debentures are treated as equity given in-the-money status.

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## LOWELL: AN INTEGRATED STRATEGY DRIVING LONG-TERM 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

<sup>&</sup>lt;sup>2</sup> As of 3/31/2022.

<sup>&</sup>lt;sup>9</sup> Defined here as Market Cap minus net working capital plus debt.

## 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







- 3. EDIBLES
- 4. VAPE PRODUCTS
- 5. CONCENTRATES







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## **CPG: CATEGORY LEADERSHIP AS OF Q4 2021**

#1 IN CA FLOWER SALES BY UNIT VOLUME (3.4% MARKET SHARE)

#2 IN CA FLOWER SALES RECEIPTS BEHIND INDOOR BRAND CANNABIOTIX

#3 IN CA PREROLL SALES RECEIPTS (5.7% MARKET SHARE)

#2 IN CA CONCENTRATES SALES BY UNIT VOLUME (5.0% MARKET SHARE)

#5 IN CA CONCENTRATES SALES RECEIPTS (4.0% MARKET SHARE)

#19 IN CA VAPE CATEGORY & CLIMBING (5.7% MARKET SHARE)
UNIT VOLUME GREW 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 CPG: STRATEGY FOR WINNING

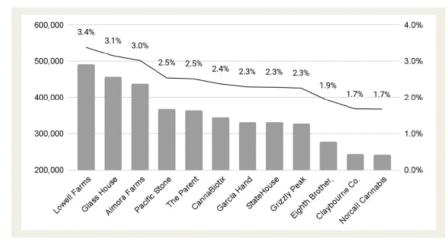
- We participate in large established categories
- We win with scale and automation and passing savings to customers
- We win by leveraging our hybrid approach to flower sourcing
  - o Growing at our greenhouse and buying 3rd party outdoor flower
- We win with vertical integration and full ownership 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



 Q4 Headset data: Aggregates all underlying brands by parent company, Lowell brands are Lowell Smokes and House Weed

## **CPG: BRAND HEALTH**

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

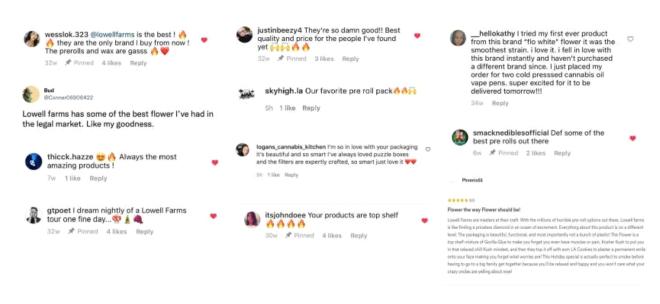
#### SALES GROWTH (Q4/Q3 2021)

	MARKET	LOWELL	LOWELL RANK
Flower	-8%	8%	#1 by Volume / #2 by Sales
Vapes	1%	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.

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## THERE IS ONLY ONE WAY TO DO IT: QUALITY.



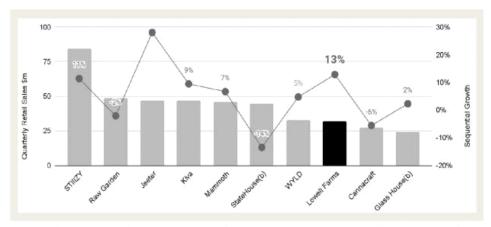
## CPG BRAND HEALTH: RELATIVE GROWTH

#### 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
- #27 Cresco
- #95 Columbia Care



- (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

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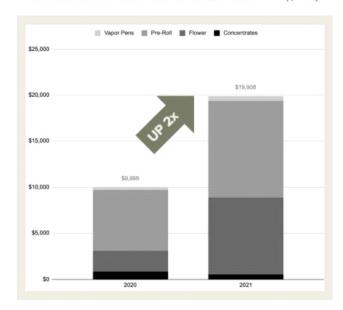
## **LOWELL SMOKES: A CALIFORNIA ICON RESTORED**

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

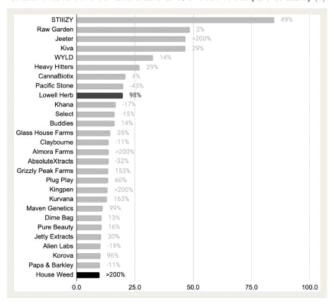
Restoring Lowell to health in California allows us to take the brand elsewhere in the Country with authority

#### LOWELL QUARTERLY RETAIL SALES VELOCITY (\$'000)



## TWO OF CALIFORNIA'S FASTEST GROWING BRANDS

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



## 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

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## BRAND EXPANSION VIA LICENSING

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

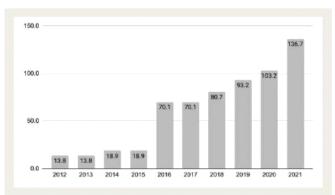
Nearly 100 million Americans live in markets with recreational weed outside of California

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 SERVICES

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# **LOWELL FARM SERVICES (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
- 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

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 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

OUR APPROACH TO SOURCING

## 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



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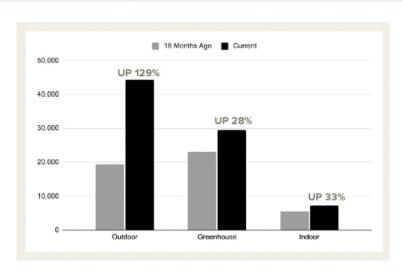
## SUPPLY: THE DEEPEST MARKET IS GETTING DEEPER

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 CULTIVATION 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**

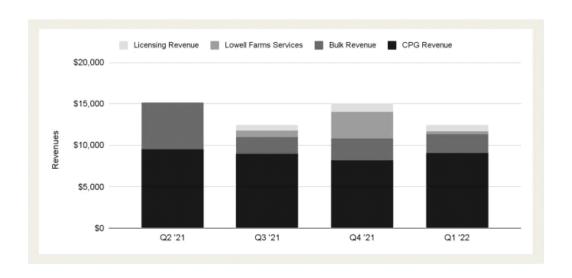
- A call option on a stream of material
- Bring more diversity to market
- Insulates our CPG business from downward price drops by giving us access to material that can be below our marginal cost

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

FINANCIAL HIGHLIGHTS

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# **COMPONENTS OF REVENUE**



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# REPORTED FINANCIALS

### SUMMARY INCOME STATEMENT

(USD in thousands)

	Q3 21	Q4 21	Q1 22
CPG Revenue	\$8,958	\$8,219	\$9,077
Bulk Revenue	\$2,008	\$2,603	\$2,259
Lowell Farm Services	\$800	\$3,153	\$350
Licensing Revenue	\$701	\$1,098	\$723
Total Net Revs	\$12,467	\$15,072	\$12,409
Gross Profit <sup>2</sup>	\$64	\$992	\$1,574
Gross Margin	1%	7%	13%
Adj. EBITDA¹	(\$5,187)	(\$3,605)	(\$900)

	3/31/2021
Cash	\$5,886
Current Assets	\$30,039
Current Liabilities	\$12,046
Net Working Cap	\$17,993

<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 2021.

# **BALANCE SHEET**

	March 2 2022	i, E	December 31, 2021		
ASSETS					
Current assets:					
Cash and east equivalents	5	.885 \$	7,887		
Accesses Receivable - set of allowance for doubtful accesses of \$827 and \$1,139 at March 31, 2022 and: December 31, 2021, respectively		644	8.222		
Envestory		3,807	13.343		
Proposid expenses and other current assets		.702	1,976		
Total current assets		0.059	31,428		
Property and equipment, not		1,833	64,779		
Other imargibles, rea		674	40,756		
Other assets		345	416		
Total assets	5 13	1,892 S	137,379		
LIABILITIES AND STOCKHOLDERS' EQUITY					
Current liabilities:					
Accessis psysNe	5	317 8	3,100		
Aseroed payroll and benefits		781	656		
Notes payable, current pertion		259	221		
Lease obligation, current portion		,503	2,414		
Other courrent liabilities		.224	5,706		
Total current Babilities	L	,045	10,123		
Notes payable		19	28		
Loane obligation		,407	34,082		
Convertible debentures	Table 1	1,196	14,012		
Mortgage obligation		1,813	8,857		
Total liabilities		1,481	67,072		
STOCKHOLDERS' EQUITY					
Share capital	18	1,529	189,368		
Accumulated deficit	(12	(0.11)	(119,06)		
Total stockholders' equity		,411	70,307		
Total liabilities and stockhelders' equity	5 IS	1,092 S	137,379		

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# **CAPITALIZATION TABLE**

6/30/2022

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 (a
Pro Forma Shares Outstanding	189,468
Warrants	101,907 (i
Options	9,536 (
Stock Units	487 (
Pro Forma Fully Diluted Shares	301,398

#### 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

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# **JUNE HARVEST DATA**

## Lowell Farms Harvest Report

Flower Production Summery

Status		Prolimbary	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Acnail	Actual	Actual	Actual	Actua
House 1 - 10 Rooms	LTM	Jun "22	May '22	Apr '22	Mar '22	Feb 22	Jan "22	Dec '21	Nov '21	Oct '21	Sep '21	Aug '21	Jul '21	Jun'2
Dry Flower LBS	12,725	946	1,541	1,251	1,054	617	1,117	756	1,146	881	920	1,409	1,087	980
Average LBS per Harvest	216.9	236.5	256.8	250 3	210.7	205.6	171.9	215.9	201.8	203.8	230.1	234.9	191.4	226.8
# of Harvests	50.7	4.0	6.0	5.0	5.0	3.0	6.5	3.5	5.7	4.3	4.0	6.0	5.7	4.3
LBS per SF per Harvest	0.06	0.07	0.07	0.07	0.06	0.06	0.05	0.06	0.06	0.06	0.07	0.07	0.05	0.06
House 2 - 10 Rooms	LTM	Jun '22	May 22	Apr 22	Mar 22	Feb 22	Jan '22	Dec '21	Nov '21	Oct '21	Sep 21	Aug 21	Jul '21	Jun'2
Dry Flower LBS	12,205	1,025	1,832	869	1,207	740	616	612	938	789	1,132	1,409	1,038	1,326
Average LBS per Harvest	206.9	256.3	333.1	217.3	219.4	147.9	123.1	152.9	156.3	226.3	205.2	234.8	207.7	265.3
# of Harvests	59.0	4.0	5.5	4.0	5.5	5.0	5.0	4.0	6.0	3.5	5.5	6.0	5.0	5.0
LBS per SF per Harvest	0.06	0.07	0.10	0.06	0.06	0.04	0.04	0.04	0.04	0.06	0.06	0.07	0.06	0.08
House 3 - 8 Rooms	LTM	Jun "22	May 22	Apr 22	Mar '22	Feb 22	Jan '22	Dec '21	Nov '21	Oct '21	Sep '21	Aug '21	Jul '21	Jun'2
Dry Flower LBS	13,095	1,619	1,095	1,293	955	1,294	787	1,169	860	1,221	942	1,195	664	1,207
Average LBS per Harvest	272.8	323.7	365.0	323.2	318.8	258.9	262.4	292.2	214.9	244.3	235.6	239.1	221.4	241.3
# of Harvests	48.0	5.0	3.0	4.0	3.0	5.0	3.0	4.0	4.0	5.0	4.0	5.0	3.0	5.0
LBS per SF per Harvest	0.08	0.09	0.10	0.09	0.09	0.07	0.07	0.08	0.06	0.07	0.07	0.07	0.06	0.07
House 4 - 1 Room	LTM	Jun "22	May 22	Apr 22	Mar '22	Feb 22	Jan '22	Dec '21	Nov '21	Oct '21	Sep 21	Aug 21	Jul '21	Jun'2
Dry Flower LBS	150		140	11	-	-		-		-		7.5	112	
Average LBS per Harvest	150.4	nmf	166.6	66.5	nmt	nmf	nmf	nmf	nmf	nmt	nmf	nmf	nmt	nmt
A of Harvests	1.0		0.8	0.2	-	-	-	-2	-	2	-	4		-
LBS per SF per Harvest	0.04	nmf	0.05	0.02	nmt	nmt	nmf	nmf	nmf	nmt	nmf	nmf	nmt	tmn
Total - 29 Rooms	LTM	Jun 22	May 22	Apr 22	Mar '22	Feb 22	Jan '22	Dec 21	Nov '21	Oct '21	Sep 21	Aug 21	Jul '21	Jun'2
Dry Flower LBS	38,177	3,590	4,608	3,424	3,217	2,651	2,520	2,536	2,943	2,891	2,994	4,014	2,790	3,513
Average LBS per Harvest	229.0	276.1	300.4	260.1	238.3	203.9	173.8	220.5	187.7	225.7	221.6	236.1	204.0	245.3
A of Harvests	166.7	13.0	15.3	13.2	13.5	13.0	14.5	11.5	15.7	12.8	13.5	17.0	13.7	14.3
LBS per SF per Harvest	0.07	0.00	0.09	0.08	0.07	0.06	0.05	0.07	0.05	0.06	0.06	0.07	0.08	0.07