



Plant&Co Announces First Tranche Closing of Above-Market Convertible Note

Toronto, Ontario – July 4th, 2022 – Plant&Co. Brands Ltd. (CSE: VEGN) (FSE: VGP) (OTCQB: VGANF) (“Plant&Co.” or the “Company”), a modern health and wellness company curating delicious plant-based foods, is pleased to announce that it has closed the first tranche of its non-brokered private placement (the “**Private Placement**”) of unsecured convertible debentures (the “**Debentures**”) for total gross proceeds of \$1,295,000.

“I want to thank our strategic investors in this round for supporting our vision of building a stable of emerging brands”, said Sean Black, Chief Investment Officer of Plant&Co Brands. “This capital allows us to accelerate that vision and gives us the runway required to demonstrate what this management team can deliver via organic & inorganic growth. The terms of this deal being an above market-price convertible debenture demonstrates the market support for this management team despite the current challenging times for many companies attempting to raise capital. With the support and confidence of shareholders alike, we are now funded well beyond our plans and path to profitability enabling us to accelerate organic or inorganic growth.”

Each Debenture has a principal amount of \$1,000, a 24 month term earning interest at the rate of twelve percent (12%) per annum payable quarterly after the Closing Date, maturing on the date that is the second anniversary of the first date that the Debentures are issued (the “**Maturity Date**”) and are convertible at the holder’s option into common shares of the Company every three months after the closing date (the “**Closing Date**”), but prior to the Maturity Date, into common shares at a conversion price equal to (a) C\$0.20 per common share if converted in the first 12 months after the Closing Date; or (b) C\$0.25 per common share if converted after the first 12 months after the Closing Date, provided that not less than 25% of the outstanding principal, and any interest amounts owed, is converted (the “**Conversion Price**”).

On the Maturity Date, any outstanding principal amount of the Debentures, plus any accrued and unpaid interest, shall be paid in cash. All securities issued in connection with the closing of the Private Placement are subject to a four-month and one-day statutory hold period in accordance with applicable securities laws. The proceeds of the Private Placement will be used for general working capital purposes. In connection with the closing of the first tranche of the Private Placement, the Company paid \$17,550 to Echelon Wealth Partners Inc. as a finder’s fee.

The Company expects to close a second tranche of the Private Placement by July 8, 2022.

About Plant&Co

Plant&Co. Brands Ltd. (CSE: VEGN) (FSE: VGP) (OTCQB: VGANF) is a modern health and wellness company curating delicious plant-based foods. It offers a growing number of plant-based food products through its brand portfolio of Holy Crap Foods, YamChops ‘a plant-based butcher’, LumberHeads Food Co., and Heal Wellness. For more information please visit: www.HolyCrap.com, www.YamChops.com, www.LumberHeads.com, www.HealWellness.ca, and www.PlantandCo.com.

Plant&Co. Brands Ltd.

Shawn Moniz
Chief Executive Officer

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Cautionary Note Regarding Forward-Looking Statements

All statements in this press release, other than statements of historical fact, are “forward-looking information” with respect to the Company within the meaning of applicable securities laws. Forward-looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” or “will” occur, and include management’s expectations related to the accretive nature of the Acquisition as well as the future performance of the Company or of Heal Wellness, management’s anticipated growth of Heal Wellness through existing and new locations being established throughout 2022 and 2023, the successful sourcing of suitable new Heal Wellness locations by the Company, the success of the Company’s discussions with respect to the potential of expanding the Heal Wellness stores via corporate and franchise locations, and any announcements related thereto, the introduction of new Heal Wellness products, as well as the Company’s continuing search for accretive opportunities in 2022. Forward-looking statements are based on the opinions and estimates at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements. There are uncertainties inherent in forward-looking information, including factors beyond the Company’s control. There are no assurances that the business plans for Plant&Co. described in this news release will come into effect on the terms or time frame described herein. The Company undertakes no obligation to update forward-looking information if circumstances or management’s estimates or opinions should change except as required by law. The reader is cautioned not to place undue reliance on forward-looking statements. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company’s Management’s Discussion and Analysis and other disclosure filings with Canadian securities regulators, which are posted on www.sedar.com.