

8 April 2024

Northern Leaf Plc
(“Northern Leaf” or the “Company”)
Company number 128967

Termination of proposed merger with Voyager Life Plc

Northern Leaf Plc, the Jersey based medicinal cannabis producer, announces that it has terminated discussions with Voyager Life Plc (“Voyager”) for a proposed merger of the two companies (the “Proposed Merger”) and prerequisite £2m fundraising (the “Fundraising”) which was announced on 13 March 2024.

The Company also provides an update on trading and plans for immediate short term funding.

Termination of the Proposed Merger

Following announcement of the Proposed Merger on 13 March 2024, the two companies immediately commenced the Fundraising. This was well received with a number of confirmed orders from new and existing investors and a larger number of investors who had indicatively expressed interest in participating, including members of the two companies' management teams.

However, despite the best efforts by both parties, a combination of the Easter holiday period and slower investor response times, the fundraising book remained at less than half the required amount of £2m necessary to complete the Proposed Merger after three weeks.

As a result the Board of Northern Leaf reluctantly formed the view that the fundraising was unlikely to complete within Northern Leaf's required timeframe and advised the Board of Voyager that following the expiry on 31 March 2024 of their period of exclusivity, the Company would have no choice but to pursue alternative options.

Voyager formally terminated the Proposed Merger on 6 April 2024.

Short Term Funding

Northern Leaf has today entered into a contract for the sale of existing inventory to provide short term funding required to meet its immediate creditor obligations whilst the Board considers the appropriate next steps for the Company.

A further update will be provided in due course as matters progress.

Geoff Eyre, Chief Executive Officer of Northern Leaf Plc. Commented:

"Needless to say, following the lack of shareholder support from either the Northern Leaf or Voyager side of the merger, and the failure of the Fundraising as a result, it is hugely disappointing that the Proposed Merger with Voyager will now not proceed.

The Board and I continue to work tirelessly to preserve shareholder value in the Company, which is only two months away from achieving the first sales of its own-brand finished products, and currently has in production a pipeline of products with a sales value of c.£2.5 - 3.5million, and, if short term funding is secured, is on track to achieve profitability in H2 2024."

For further information contact:

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