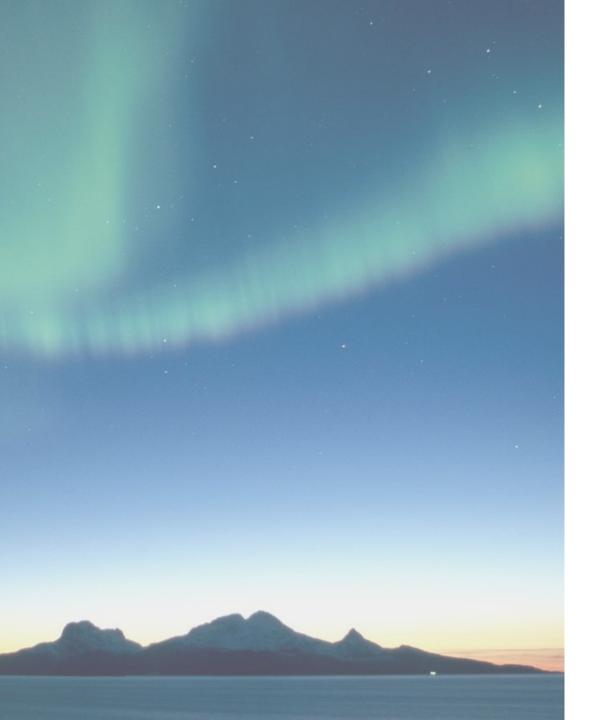


### PRONOFA | Q1 2022 Presentation May 23 2022





### Agenda

### **Highlights**

Company and Strategy update Financials

### 

### **Main Developments**

#### **Operational development on track**

Pronofa's operational development is on track for insect and tunicate businesses.

#### **Completion of NOKm 150 Private Placement in January**

Denofa AS, Canica AS and Reitan Kapital AS lead the financing round along with other existing shareholders.

#### Construction of Pronofa's first industrial pilot plant underway

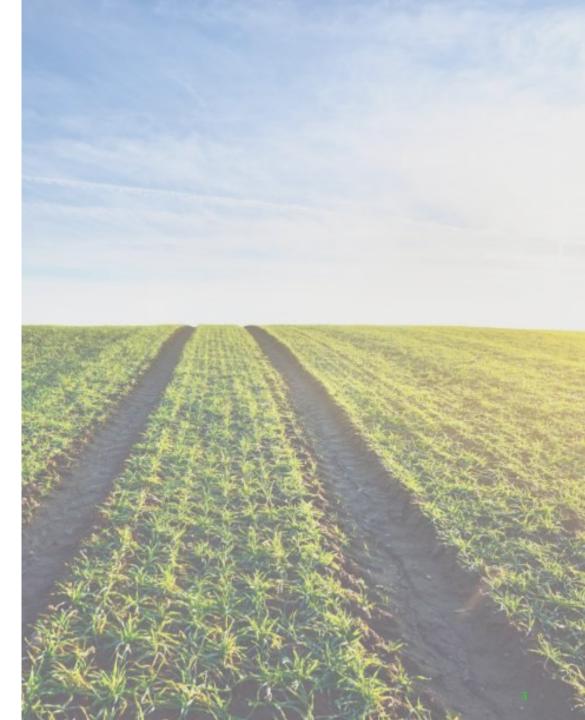
Building of the facility commenced in early 2021 at Meløy, Bodø. The plant will focus on testing and production of BSF (Black Soldier Fly), and will have an estimated capacity of 1.000 MT when completed in H1 2023.

#### Acquisition of Marine Feed in Sweden

Marine Feed is a Swedish agricultural biotech company focusing on the Ciona tunicate. The company has a pilot facility in Stenungsund, Sweden, where it has run projects towards the feed market, and is currently producing products for the consumer market.

#### Strengthening of Pronofa's organization

Pronofa has strengthened its organization by hiring a Chief Financial Officer and Technical Director.



## **Operational development (1/2)**

#### Insect operations update

- Construction started in Q1 for Pronofa's first industrial pilot for BSF (Black Soldier Fly). The facility will test and develop (i) the optimal biological environment and (ii) industrial automation and processing equipment
- The plant will start operations during Q3 2022 and will at first produce larvae and fertilizer. When completed (H1 2023) the plant will produce all "BSF products"
- The facility will ensure testing of optimal production, and therefore reduce operational risk and capex when building large scale facilities
- · Product development and testing with R&D partners and potential customers are ongoing
- Scale-up on track for H2 2023 (as planned)
- Pronofa is in dialog with other alternative nutrient companies, such as Ynsect, for further growth opportunities

#### **Tunicate operations update**

- Pronofa is working with various partners on cultivation solutions 7 sites in Norway and Sweden
- The sites will test different equipment and technologies for optimizing maintenance, harvesting and processing solutions geared towards industrial scale operations





# **Operational development (2/2)**

#### **Tunicate operations update (cont.)**

- Experience from testing during the 2022 season will build a foundation for scaling up in 2023 and beyond (as planned)
- Pronofa recently acquired Marine Feed in Sweden, which will provide significant added expertise within biology/cultivation, as well as experience within developing tunicate nutrients towards both the feed and consumer market
- Pronofa is in dialog with additional M&A targets

#### **Financial status**

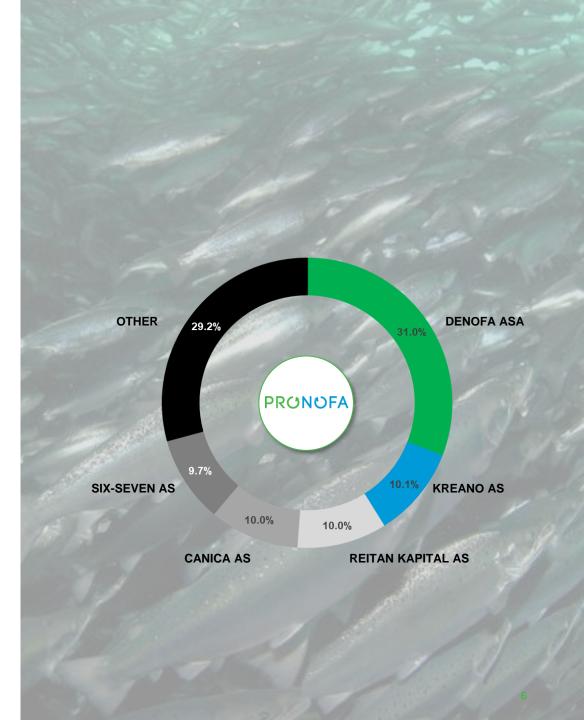
- Solid cash balance NOKm 181 at end of Q1 2022
- · Conservative cost base and capex positions Pronofa ahead of initial budget
- Limited committed Capex going forward
- No interest bearing debt



## **Private Placement of NOKm 150**

Successful completion of private placement in January with gross proceeds of approximately NOKm 150

- In January, Pronofa announced that a total of 23.076.923 new shares have been allocated in a private placement, at a subscription price of NOK 6.50 per share raising gross proceeds of approximately NOKm 150
- The Private Placement attracted strong interest from high quality institutional investors including Denofa AS, Canica AS and Reitan Kapital AS. Many existing shareholders also participated in this financing round, including Kreano AS (Bjørge Gretland, Chairman of the Board of Pronofa), Six-Seven AS (Haakon Sæter, Board Member of Pronofa), Macama AS and Farvatn Private Equity
- The proceeds from the private placement, in addition to the capital raised during 2021, will further strengthen Pronofa's financial position and ability to continue development.
- The net proceeds from the Private Placement will be used to finance acquisitions, construction costs of the company's industrial plant in Meløy, Bodø and other growth opportunities



### **Industrial pilot - construction start**

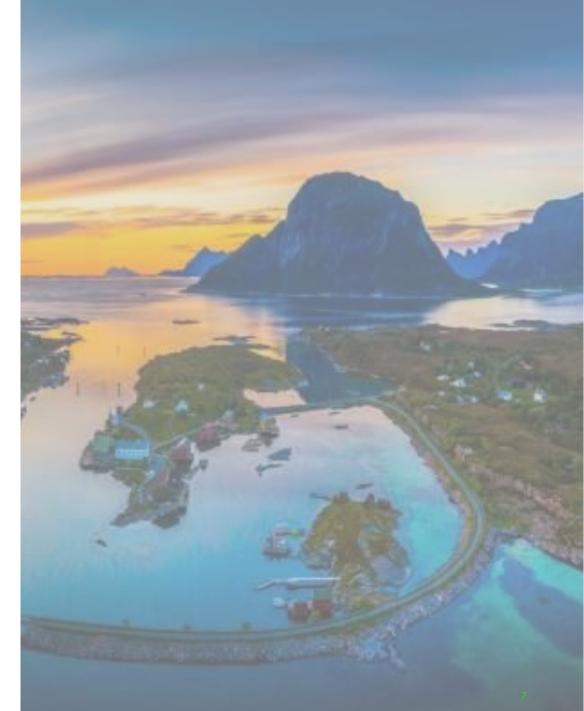
#### Construction of Pronofa's first industrial pilot for insects is underway

- During 2021, Pronofa became a majority owner in Ecoprot AS (76%) through an investment in the company. Ecoprot focuses on sustainable nutrients from the BSF. The company is situated on Meløy, Bodø, providing a unique position towards the fish farming industry
- Ecoprot's unique scientific and industrial approach lead to Pronofa's decision to build an industrial pilot at Meløy. Building is now underway and the facility will have an annual capacity of 1.000 metric tonnes. The facility will start operations during Q3 2022 and produce larvae and fertilizer. When completed, the plant will produce all - protein meal, oil and chitin/chitosan as well as ecological fertilizer
- The plant is an important milestone for Pronofa and will provide an industrial scale testing facility. The learning from the plant will help ensure optimal production and reduce operational risk and capex when Pronofa scales up its BSF efforts during H2 2023









## **Acquisition of Marine Feed**

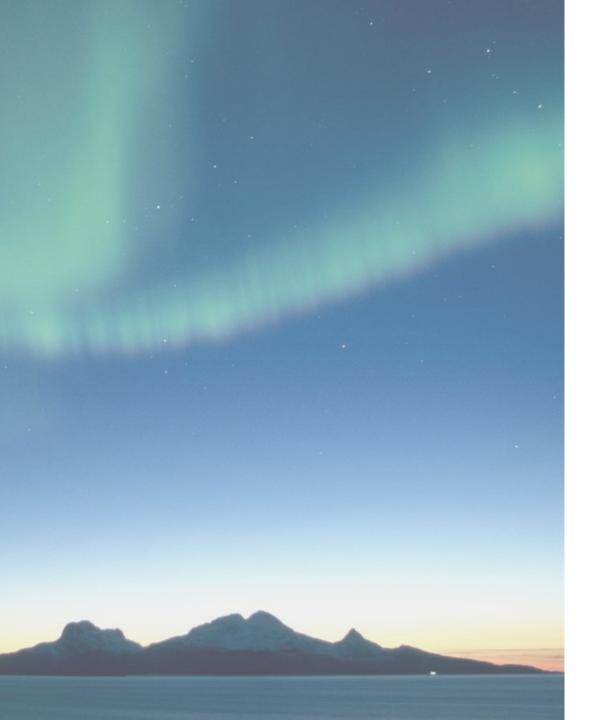
### Acquisition of Swedish company Marine Feed – strengthening Pronofa's tunicate operations – Total consideration SEKm 40

- Marine Feed is a leading agricultural biotech company which has focused on Ciona tunicates (sea squirts) since 2012. The company is founded and lead by a dedicated team with long experience within marine biology. The company cultivates tunicates in the fjords by Stenungsund, which have a longstanding tradition within mussel farming
- <u>Animal Nutrition & Health</u>: Marine Feed has through two projects verified the potential of tunicate meal as a feed ingredient in fish, pork and poultry. The company has two ongoing EU projects for developing tunicate meal as fish feed ingredient, which have shown that tunicate meal can replace 50% of traditional fish meal
- <u>Human Nutrition & Health</u>: Through its subsidiary, Marine Taste, the company is also engaged in the consumer food market. Marine Taste will be able to utilize 100% of the tunicate to produce high quality marine meat and umami taste enhancers
- The transaction has a total consideration of SEKm 40 (enterprise value). The transaction is comprised of a payment at closing of SEKm 17.5 in cash and SEKm 15 in Pronofa shares (@ NOK 9.0 per share). The remaining portion will be linked to an earn-out model over 3 years









### Agenda

Highlights **Company and Strategy update** Financials

# PRONOFA



Sustainable insect and marine nutrients for high-value applications Human Nutrition & Health Animal Nutrition & Health Plant Nutrition and health Immediate access to protein production value chains, industrial infrastructure and industrial competence

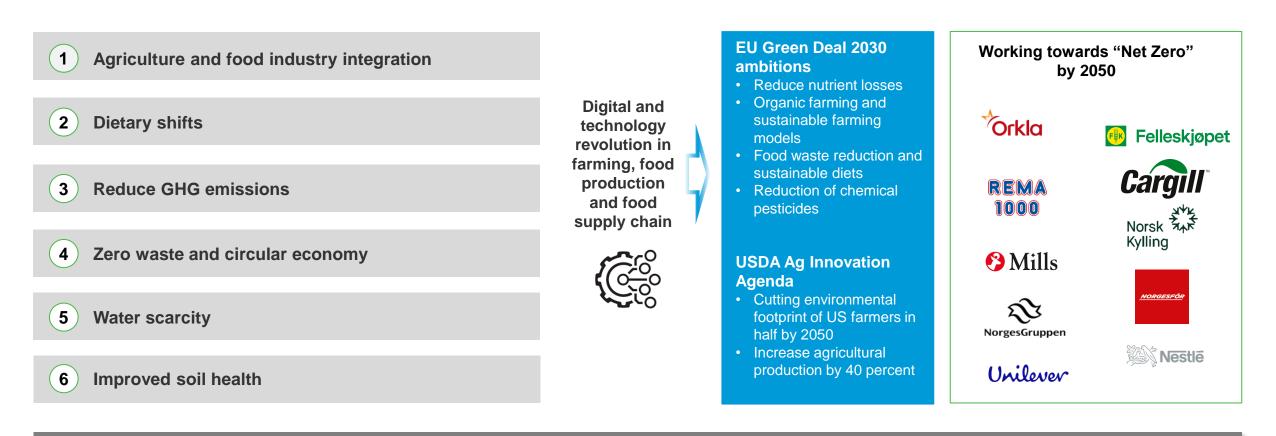
#### Opera

...with governments and corporates committed to transformation

Business Pla

# A global drive towards sustainable food and nutrients

#### Global trends are driving change...



A rapidly growing global population will put further pressure on agriculture – 60% more food needed by 2050 with limited resources

20% of GHG emission from agriculture, forestry and land use changes

peration B

### Sustainable alternative nutrients solves multiple global goals

A waste-to-value business model reducing food production's adverse impact on the environment



- *Minimizing food losses* created during production, storage and transport
- Tunicate production increase food security in a sustainable way, with vital proteins and essential fatty acids
- Production with a low carbon footprint, water use and emission of toxic gasses
- Rich in proteins, lipids and minerals is positive for animals and consumers
- Waste streams from food production used as feed for larvae will reduce the climate footprint
- Tunicate production requires no water, no feed and no land

- Tunicates cleans the oceans and provide positive ecosystem effects
- 1,000 tons insect feed represents 250 tons of pelagic fish preserved
- Insects are 5,000 10,000 times more efficient than beef in terms of protein produced per acre
- Ecological fertilizer from insect production to improve plant health

### Building a leader in sustainable insect and marine nutrients

#### Introduction to Pronofa

Insect and tunicate farming

End products to animal

feed, pet food, plant feed/frass and human food

and pharma products

600

Unmatched industry knowledge

Backing by strong partners

S

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- O Agtech company which aims to produce human, animal and plant health and nutrition products from insects and tunicates
- O Spin-off from Denofa (31% ownership) that holds over 100 years of industrial food & feed production experience, strong position in the value chain and deep knowledge of sustainable nutrients
- O Active approach to growth through partnerships and M&A with recent acquisitions of Ecoprot and Marine Feed. Several processes with other candidates are in progress
- O Clear strategic plan with solid financial backing from blue chip industrial partners
- O First-movers in an industry that is projected to be a vital part in solving the global agriculture challenge

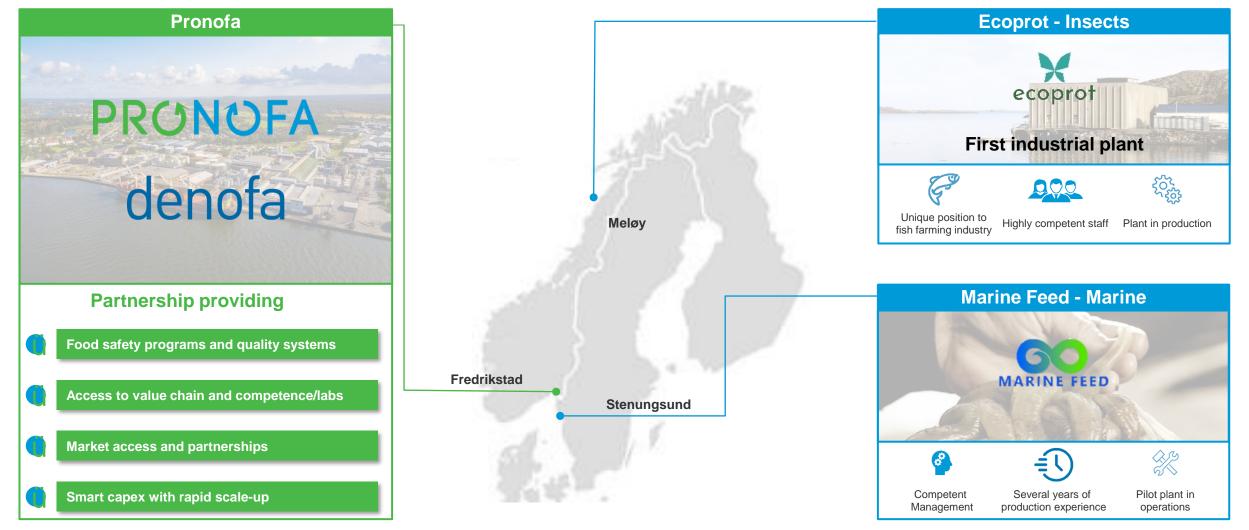
Key milestones and goals		5 year production goal (est.)					
2021-2022	Pilot plants, feed & food development and testing	Metric tons				100,000	125,000
2023	Final design/spec for large scale facility, contracts for sourcing of equipment			10.000	25,000		
2023-2025	Pamp up phase	100	1,000	10,000		_	
2023-2025	Ramp up phase	2021E	2022E	2023E	2024E	2025E	2026

Pilot plants, feed & foo testin	2021-2022
Final design/anas for l	
Final design/spec for I contracts for sourcir	2023
Ramp up	2023-2025

### 

# Strong foundation in Denofa complemented by active consolidation strategy

Recent acquisitions adds existing production, in addition to know-how and competence



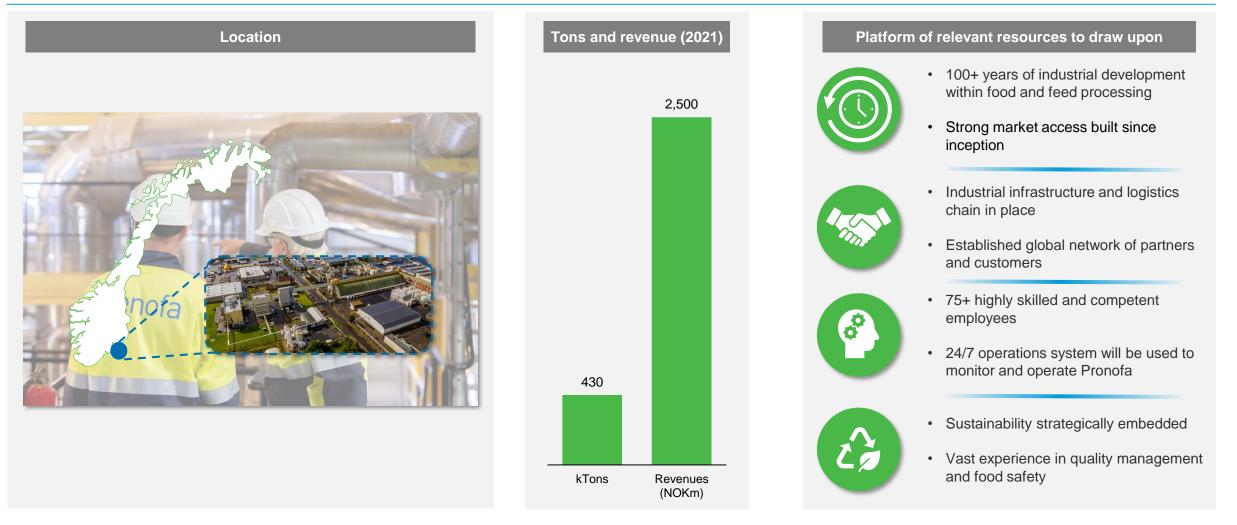
#### PRONOFA 14

Company

#### Business Pla

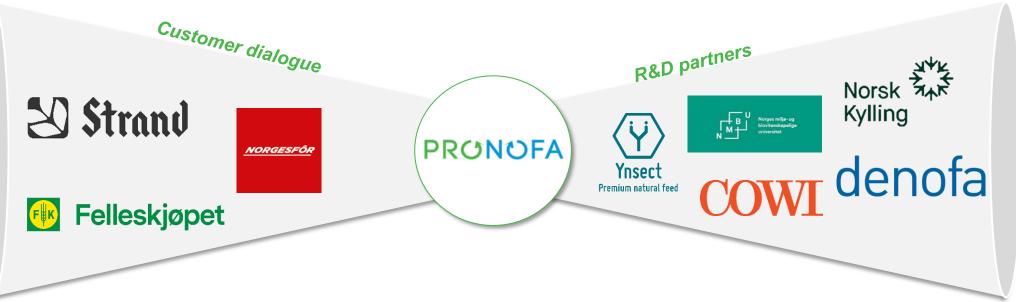
## Partnership with Denofa brings a strong industrial foundation

#### Established feed processer backed by a global leading protein producer



### **R&D** partners and customers

Strong indications from customers that they want to buy all output from Pronofa's production depending on successful feed trials



- LOI signed with Norgesfôr/Strand Unikorn, Norsk Kylling and NMBU for feed development and feed trials based on larvae ingredients. The same partners are also in discussions for tunicate nutrients
- We are contemplating details around a potential collaboration with Ynsect related to production facilities based on mealworms for products towards the food market.
- Testing and dialog with potential fertilizer customers

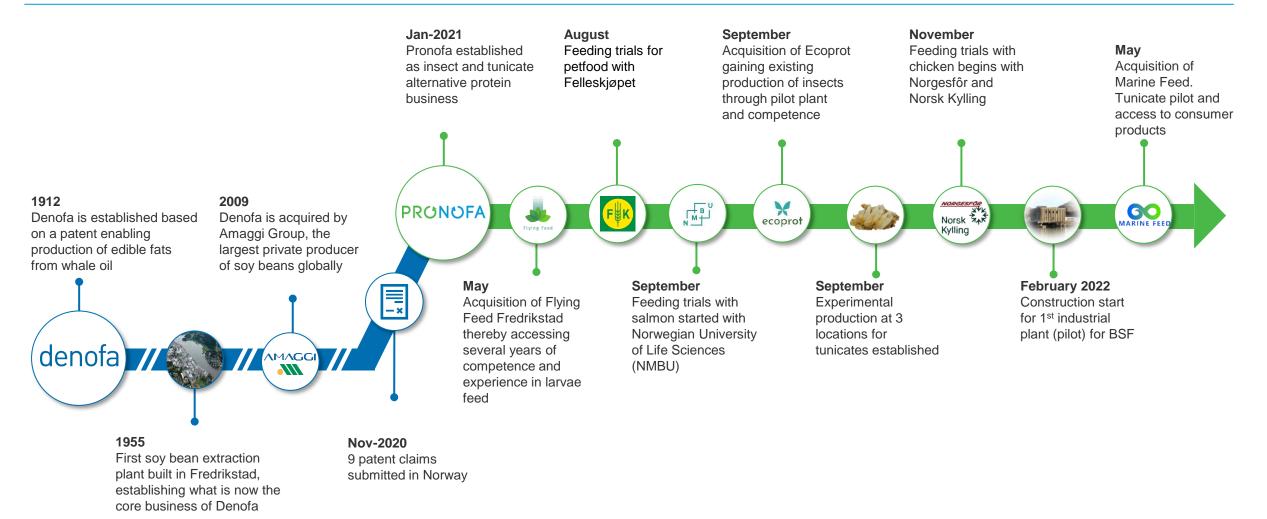
Strong interest from industrial partners for Pronofa's insect and tunicate products

### PRONOFA | 16

#### Business Pla

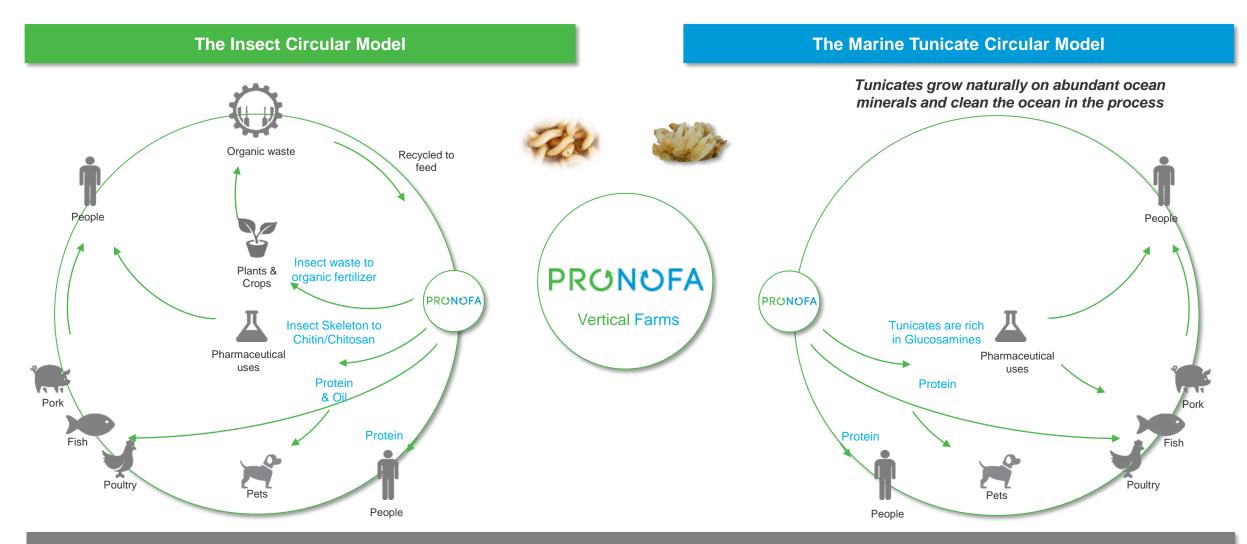
### Highly active business development and R&D pipeline executed

Pronofa is actively pursuing business development through R&D-partnerships and M&A with an additional pipeline of ongoing processes



#### Business Pla

### **Pronofa - sustainable insect and marine nutrients**



Health and Nutrition for Humans, Animals and Plants

### **Pronofa is on-track with operational development**

#### Insects - industrial pilot driving development

- Pronofa's first industrial pilot for BSF (Black Soldier Fly) is being constructed to test and develop (i) the optimal biological environment and (ii) industrial automation and processing equipment
- The facility will start operations during Q3 2022 and produce larvae and fertilizer. When completed (H1 2023) the plant will produce all "BSF products"
- The plant will allow for testing and adjustments to ensure optimal production and reduce operational risk and capex when Pronofa scales up
- Scale up of BSF on track and expected during H2 2023 with first full scale plant operational from ~H2 2024
- Testing of BSF products going as planned with R&D partners as well as potential customers
- Pronofa is in dialog with other alternative nutrient companies, such as Ynsect, for further growth opportunities

#### Marine tunicates – developing industrial solutions

 Pronofa is working with various partners on cultivation - 7 sites in Norway and Sweden

Products & Operation

- Cultivation solutions and techniques being tested to understand and optimize growth
- The sites will test different equipment and technology for optimizing maintenance, harvesting and processing solutions
- Acquisition of Marine Feed adds expertise within biology/cultivation, as well as experience within developing tunicate nutrients towards both the feed and consumer market
- Cultivation and equipment testing during 2022 will yield development direction for upscaling in 2023
- Tunicate products ready for consumer market. R&D partners as well as potential customers ready to tunicate meal
- Pronofa is in dialog with additional partners and potential M&A targets



Industrial pilot will yield reduced operational and financial risk

In process for creating industrial scale solutions

Vertical insect farming creates valuable products from organic waste

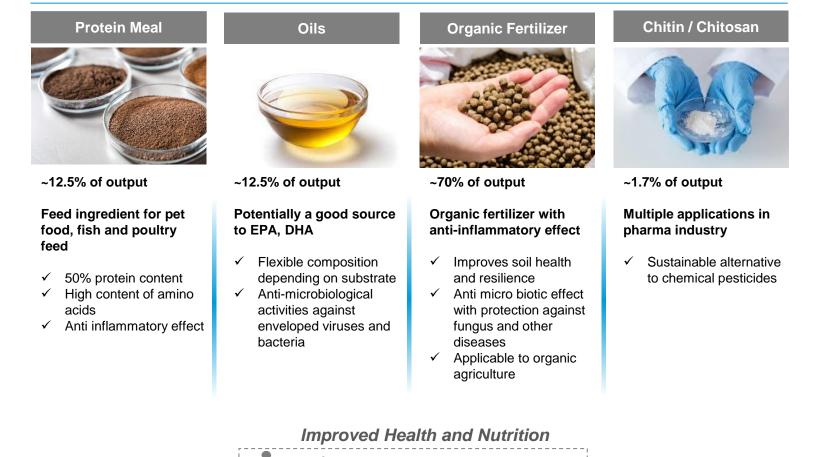
#### Efficient and sustainable production...

- Substrate access Egg/genetics **Production &** processing
  - Substrate availability in Norway mapped via COWI Consulting. Dialog established with potential substrate suppliers
     Nutrient properties for various substrates
  - Nutrient properties for various substrates monitored and analysed to optimize growth
  - 5% of larvae are kept for reproduction through selection
  - Each fly lays up to 900 eggs
    - 1 g egg turns into 2.4 kg protein in 18 days
    - Eggs hatch to larvae in 4-5 days
    - Extract fatty acids, amino acids and make organic fertilizer of the rest
    - No waste production

Sales and distribution

# denofa

#### ...yielding high value products



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Products & Operation

Products & Operation

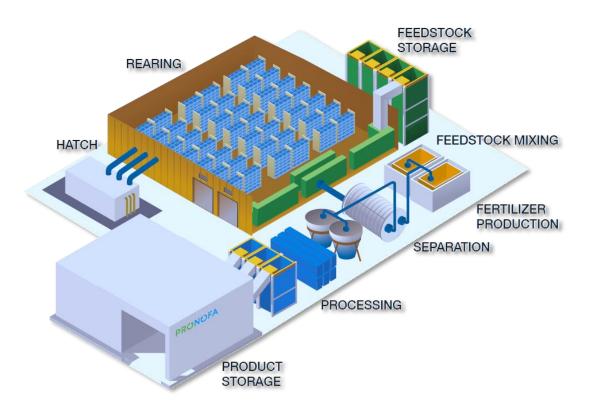
## Industrial pilot paving way for future scaling

#### Construction of first industrial BSF pilot at Meløy – expected completion H1 2023

### Denofa and Pronofa expertise driving testing and development of technology and equipment - (new industry = no turn-key solutions)

- Environmental control of hatch & rearing zones in order to maximize yield and quality parameters (biology).
  - Testing three solutions (two internal developed and one external)
- · Substrate: high focus on testing; mapping and sourcing on-going
  - Discussions with many potential providers; discussions with government agencies for regulation of new substrate types
- The plant will have a high degree of automation and robotization
  - Automation and rearing solutions being developed and purposed built with local partner utilizing Denofa/Pronofa expertise
- Discussions with several renowned manufacturers for processing and separation machinery:
  - "Standard" equipment that needs correct specifications for input/output. Denofa's technical competence driving solutions
- The plant will allow for testing of biology and larvae production from Q3 2022 and full production and testing of all products from H1 2023





Optimizing and testing plant setup to enable efficient production and reduce future risk & capex when upscaling

#### Tunicates can provide valuable consumer products...

Global drive for sustainable alternative nutrients amongst corporates and consumers.



#### ... and be a potential gamechanger in the feed industry

Products & Operation

Global drive for sustainable alternative nutrients in the feed industry.

Tunicates have a high protein and omega-3 fatty acid content making it a sustainable and healthy protein alternative. Tunicates are also rich in glucosamines which have pharmaceutical applications.

Pronofa's acquisition of Marine Feed has positioned the company towards the food/consumer market. Initial products include marine meat and taste enhancers. High Protein content

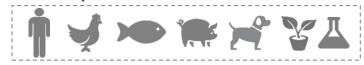
High in Omega-3 fatty acids More than 90% of fish stock are fully exploited/overfished. Demand for replacing overfished raw material sources with highly sustainable marine tunicates in feed

Test with Marine Feed have shown that tunicate meal is directly applicable to replace 50% of the 6m ton fishmeal market.

Animal feed made from tunicates is approved for pork, poultry and pets.



Improved Health and Nutrition





PRONOFA 23

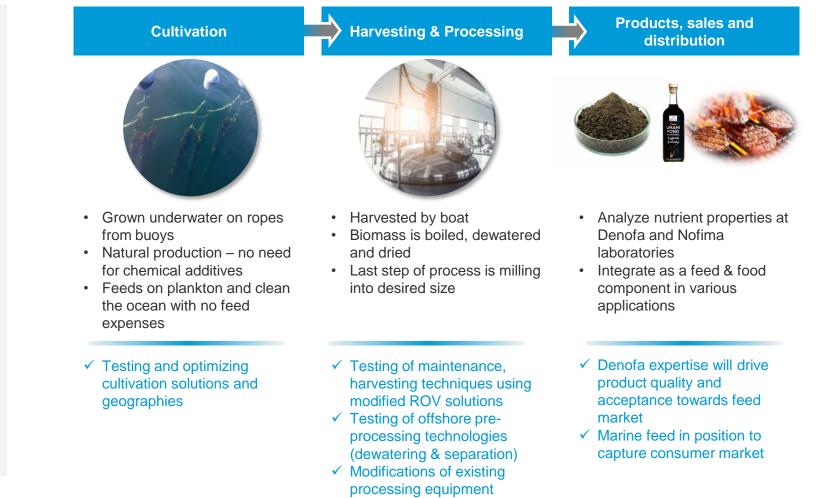
Products & Operation

### Pronofa has a clear strategy to industrialize the tunicate industry

#### Pronofa on track to industrialize tunicate marine nutrients

#### Denofa and Pronofa expertise driving development. Marine Feed to add to existing capabilities

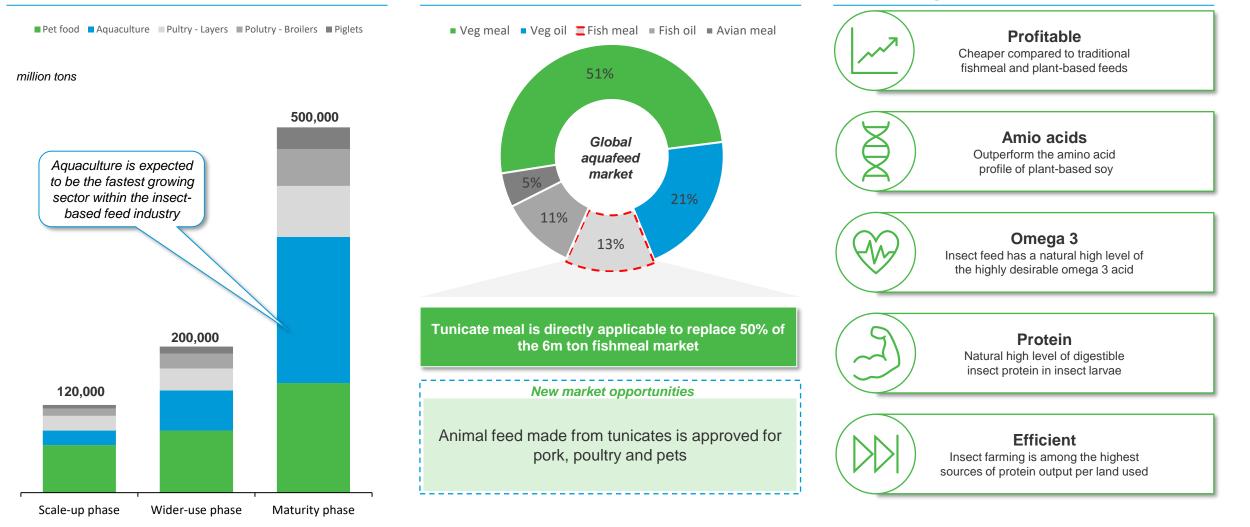
- 7 sites in Norway and Sweden with partners to develop cultivation solutions and improve biology understanding
  - Various cultivation solutions being tested nets, distance, depth, temperatures and geographies
  - Plan for increased volumes through farming and licenses ongoing
- Testing several equipment and technology solutions for maintenance, harvesting and processing
  - Modification of existing equipment for aquaculture and other industries in process
- Cultivation and equipment testing during 2022 will yield development direction for industrial upscaling in 2023 and beyond



### Products capture growth across multiple industrial segments...

Insect protein market is growing in all sectors...

...and tunicate fishmeal target a large market...



Sources: Rabobank, Kontali, MOWI Salmon Farming Industry Handbook 2020, OECD, Nofima

#### PRONOFA 24

Products & Operation

...with sought after properties

# ...with additional potential through consumer products

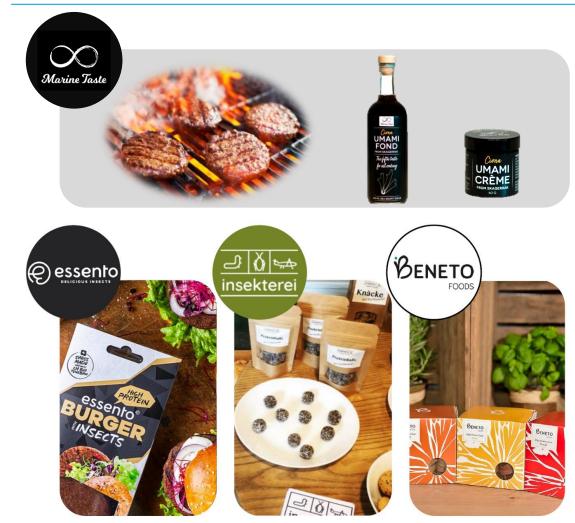
#### Pronofa is actively looking into food grade production

#### Food products strategy

 Through the acquisition of Marine Feed, Pronofa will enter the consumer market. Several regions in the world utilize tunicates as food

- BSF is currently not approved for food, but is expected to be so in the future
- Plan to maintain a population of mealworms in addition to BSF in pilot production. Mealworms are approved for human consumption
- Pragmatic look at insect production by utilizing the organisms which best serves the market, substrate availability and generate the most attractive returns

#### Example food grade products



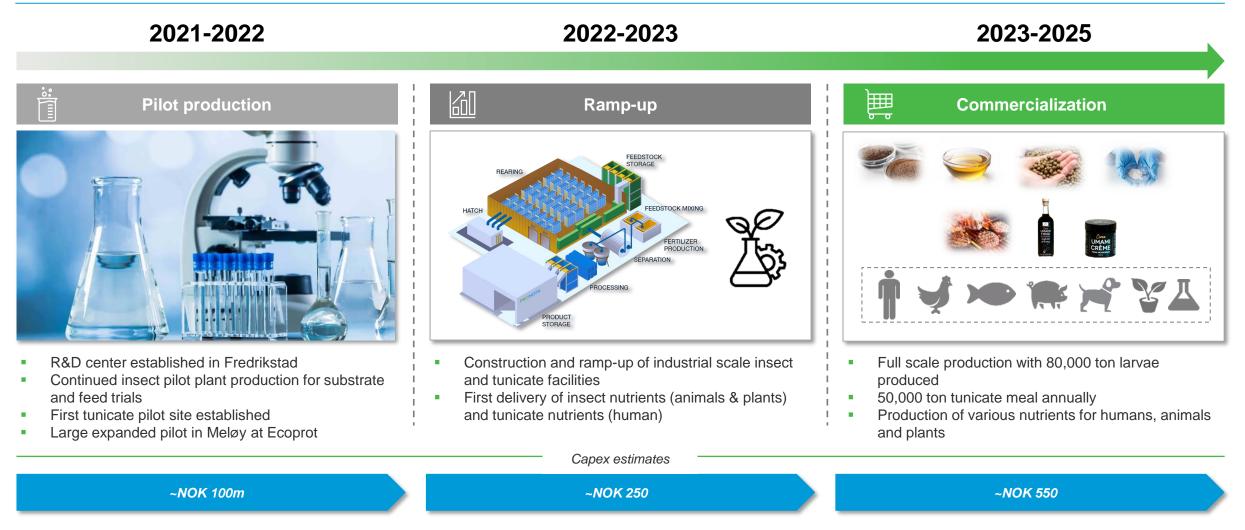
## **Rapid value creation and smart scaling**

Incubate, rapid build out and smart add on acquisitions for accelerated growth



### **Clear investment strategy to full commercialization**

#### NOK ~900m funding by 2025 to reach full capacity on plants



## **Highlights**

PRUNUFA

1

Leader in sustainable alternative nutrients for humans, animals and plants

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3

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Sustainably produced nutrient-dense proteins solving several global challenges

Strong industrial foundation through partnership with Denofa

Rapid value creation scaled with low capex and efficient production methods

5

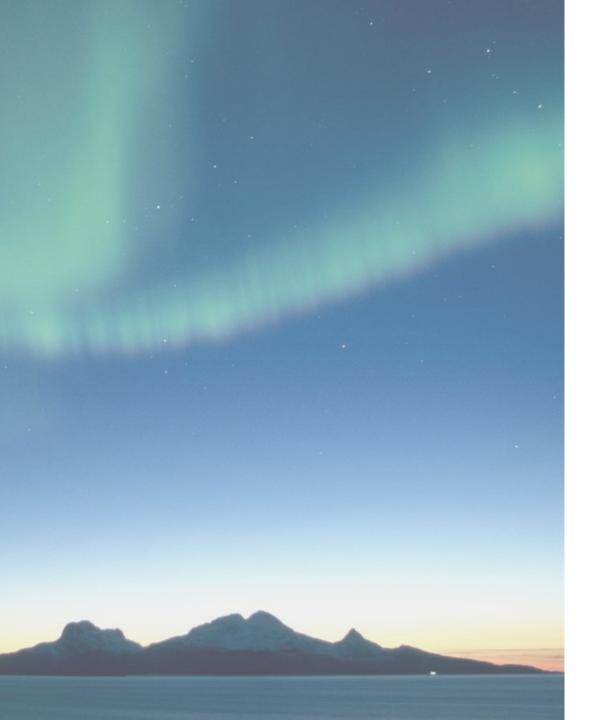
Large demand from several industries supported by feed trials with key partners



Platform of industry leading competence established through M&A and strong partnerships

### Sustainable alternative nutrients for humans, animals and plants





### Agenda

Highlights Company and Strategy update Financials

### **Pronofa – financial summary**

#### Strong financial position with conservative cash burn

Solid financial position	<ul> <li>Q1 2022 ended with a cash balance of NOKm 181</li> <li>Solid cash position through private placements raising ~NOKm 200 in net proceeds (NOKm 210 in gross proceeds)</li> <li>Pronofa seeks to maintain a solid liquidity reserve, by proactively planning and diversifying sources of funding going forward (i.e. soft funding/grants etc)</li> </ul>
Conservative approach to use of capital	<ul> <li>No interest-bearing debt</li> <li>Pronofa has had a lower cost base than initially budgeted</li> <li>Moderate cost base from utilizing Denofa expert resources at an on-demand basis - very cost efficient</li> <li>Capital has primarily gone towards company development and R&amp;D</li> </ul>
Limited committed CAPEX	<ul> <li>M&amp;A transactions have been done primarily through growth capital</li> <li>For the insect business, committed capital is geared towards the development of the industrial pilot</li> <li>The tunicate business currently has committed capital towards the Marine Feed transaction</li> </ul>

### **Pronofa – Profit & Loss**

#### Consolidated Group figures 31.03.2021

Amounts in NOK for the period ended 31 March 2022	Q1 2022	2021
Revenue	16.467	21,681
Other operating income	22,096	61,539
Total revenue	38,563	83,220
Raw materials and consumables used	10,397	57,327
Salaries and personnel expense	887,408	1,088,616
Depreciation and amortization expense	171,550	260,392
Other operating expense	5,459,607	8,366,162
Total operating expenses	6,528,961	9,772,496
Operating profit	-6,490,398	-9,689,275
Interest income	14,526	85
Other financial income	5,575	4,030
Total financial income	20,101	4,116
Interest expense	-6,292	-22,223
Other financial expense	-10,783	-
Total financial expense	-17,075	-22,223
Profit before income tax	-6,487,372	-9,707,383
Income tax expense	-	-
Net profit /(loss) for the year	-6,487,372	-9,707,383
Other comprehensive income	_	-
Total comprehensive (loss) for the year	-6,487,372	-9,707,383

#### Comments

 Conservative cost base consisting mainly of administration and R&D costs

### **Pronofa – Balance Sheet**

#### Consolidated Group figures 31.03.2021

Amounts in NOK for the period ended 31 March 2022	Q1 2022	2021
ASSETS		
Non-current assets		
Property, plant and equipment	5,017,598	3,824,343
Research and development	1,766,667	1,866,667
Right-of-use assets	651,238	699,240
Goodwill	1,968,218	1,968,218
Total non-current assets	9,403,720	8,358,467
Current assets		
Inventories	236,416	236,416
Other receivables	5,604,848	5,722,768
Cash and bank deposits	181,692,308	47,019,299
Total current assets	187,533,572	52,978,483
Total assets	196,937,292	61,336,950

Amounts in NOK for the period ended 31 March 2022	Q1 2022	2021
EQUITY AND LIABILITIES		
Equity		
Share capital	1,000,000	1,000,000
Other paid in capital	198,048,177	55,827,164
Retained earnings	-16,245,448	-9,444,426
Minority Interests	4,579,755	4,859,573
Total Equity	187,382,484	52,242,311
Non-current liabilities		
Lease liabilities	474,846	522,091
Total non-current liabilities	474,846	522,091
Current liabilities		
Trade and other payables	8,737,738	8,234,216
Lease liabilities	186,435	184,749
Public duties payables	155,790	153,583
Total current liabilities	9,079,963	8,572,548
Total equity and liabilities	196,937,292	61,336,950

• Solid balance sheet and cash position

### **Pronofa – Cash flow statement**

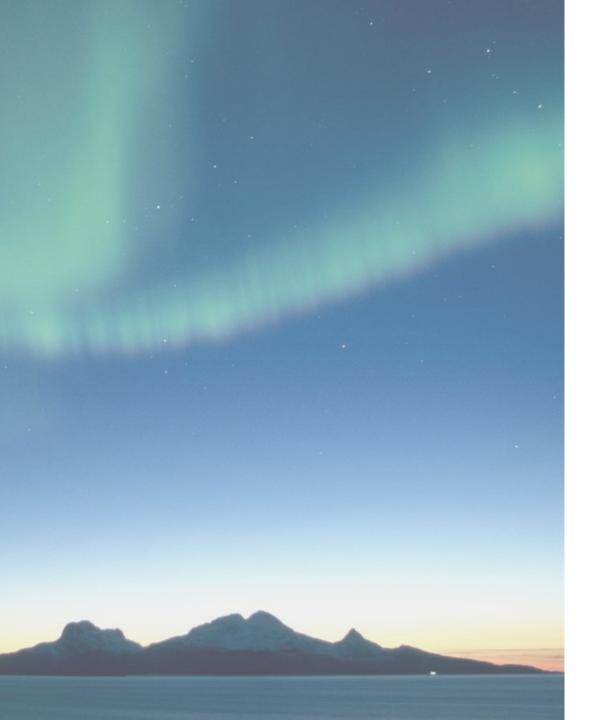
#### Consolidated Group figures 31.03.2021

Amounts in NOK for the period ended 31 March 2022	Q1 2022	2021
CASH FLOW FROM OPERATIONS		
Profit before income taxes	-6,487,372	-9,707,383
Depreciation, intangible and fixed assets	171,550	260,392
Net interest expense	6,292	22,137
Change in accounts receivable	-	-525
Change in inventory	-	-28,560
Change in accounts payable	-	10,956
Change in other accruals	923	2,064,417
Net cash flow from operations	-6,308,607	-7,378,566
CASH FLOW FROM INVESTMENTS		
Purchase of fixed assets	-1,187,544	-602,435
Investments in subsidiaries net of cash aquired	-	-1,702,674
Net cash flow from investments	-1,187,544	-2,305,109
CASH FLOW FROM FINANCING		
Proceeds from capital contributions	142,221,012	56,827,165
Lease payments for the principal portion of lease liability	-45,560	-102,054
Interest payments	-6,292	-22,137
Net cash flow from financing	142,169,160	56,702,973
Net changes in cash for the period	134,673,009	47,019,298
Cash and cash equivalents as of 1.1	47,019,299	-1,013,230
Cash and cash equivalents as of 31.12	181,692,308	47,019,299

#### Comments

- Conservative cash use
- Solid financial position post private placements in 2021 and Q1 2022





# Agenda

Appendix

### Core team backed by a complementary Denofa team

#### Denofa provides services from its technical, financial, guality and food safety teams to support rapid development



#### CEO

- CEO Denofa AS & Pronofa ASA
- Former CEO at Jackon Scandinavia
- Army officer for 16 years
- Graduate of the Norwegian Army Military Academy and education in IT and economics



- Former Investment Director at Kistefos AS Former partner at Attivo, Pareto Securities and Medici Corporate
- B.S. in Finance from San Diego State University



#### **Project Manager Insects**

Denofa

- More than 20 years experience studying insects
- Founder of Flying Feed Fredrikstad
- Cand. Scient in genetics



#### **Project Manager Tunicates**

- MSc in Aquaculture biology
- Master thesis on Tunicates: "Feeding response to fish feed diets in Ciona Intestinalis: Implications for IMTA (Integrated multi-trophic aquaculture)"

product specialist Meal and Oil



#### Denofa

- R&D Engineer
- PhD in Biotechnology





#### R&D director Denofa AS & Pronofa ASA

- Director Quality & Sustainability Denofa
- **Biochemical laboratory Scientist** .
- MSc Food Scientist

Hege R. Ødegaard







Heidi Braaten

#### Co-founder of EcoProt

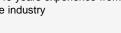
Chemical Engineer

Laboratory Manager

Contaminants, GC analyses,

- 3 years of R&D and production of insect
- larvae for application in salmon feed
- More than 40 years experience from the aquaculture industry

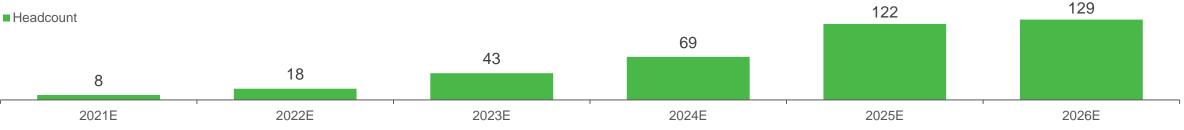






#### EcoProt

- PhD in Nutritional biology
- Co-founder of EcoProt
- 40 years experience from Institute of Marine Research
- 3 years of R&D and production of insect larvae for application in salmon feed
- Professor bioscience at University Tromsø



#### 

## Strong board with extensive and broad competence

#### **Board of Directors**



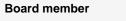




Chairman

tech

finance



Venture capital, M&A

and capital markets -

food and sustainable

Master Economics and

PhD strategy and

- CFO Denofa AS MSc Business Administration
- Extensive experience from audit, transactions and advisory in public interest companies

#### **Board member**

- CEO Jackon
- MSc Business Administration
  - Extensive experience from top level financial positions in industrial and shipping companies

### **Board member**



- Sustainable tech investments
- Education from Oslo Business School (HA)

#### Board member

- Director Quality & Sustainability Denofa
- **Biochemical laboratory** Scientist
- Msc. Food Scientist

Hege R. Ødegaard

**Hilde Talseth** 

aakon Sæter

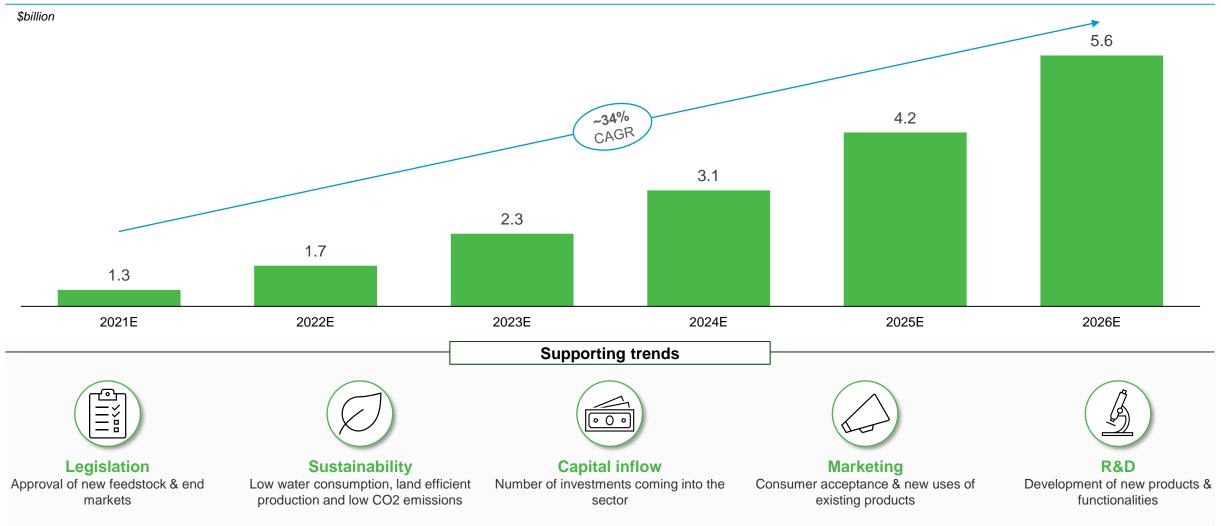
#### **Board member**

- Director Sustainable Innovation at Norsk Kylling
- MBA in Strategy and Management from NHH

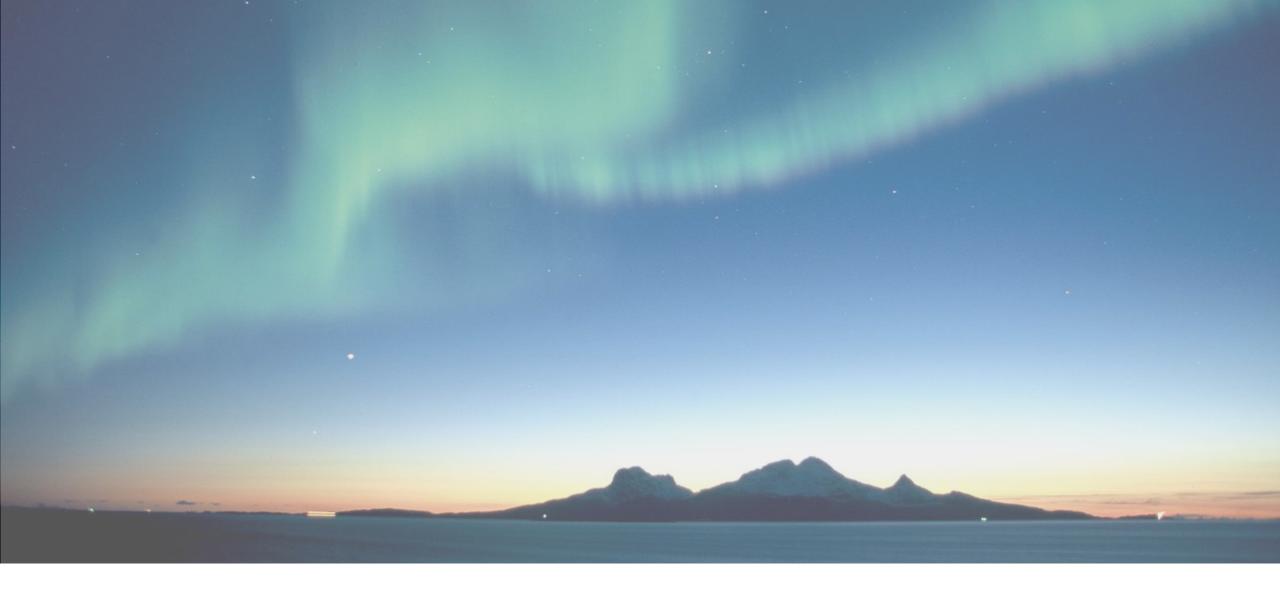


### Creating high-value products from low-value agri-food





Sources: Research and Markets



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