

**DEVERON CORP.**  
1702-141 Adelaide Street West  
Toronto ON M5H 3L5

**FOR IMMEDIATE RELEASE**  
September 20, 2022

**TSX-V: FARM**

## **Deveron Signs LOI with Frontier Labs**

- **Acquisition would increase Deveron’s soil lab capacity by 200,000 samples annually**
- **Frontier Labs influences 320,000 acres annually through its soil lab and soil sampling services**
- **Acquisition would add 2021 unaudited revenue of \$2.1 M and EBITDA of \$450,000**
- **European Long Only Impact Fund, Coeli Circulus, to help finance the acquisition**

**Toronto, Ontario** - Deveron Corp. (TSX-V: FARM) (“**Deveron**” or the “**Company**”), a leading agriculture data company in North America, is pleased to announce that the Company has completed a Letter of Intent (the “**LOI**”) with Frontier Labs Inc (“**Frontier Labs**”). Pursuant to which the Company and Frontier Labs intend to complete an Asset Purchase Agreement (The “**Proposed Transaction**”), that would see Deveron acquiring 100% of Frontier Labs’ assets. Frontier Labs is a leading soil lab and agronomy company, based in Iowa, that services Iowa and Minnesota. The proposed acquisition continues Deveron’s strategy to vertically integrate the soil collection and analysis process within its ecosystem, while adding important local relationships in one of the United States largest agricultural regions.

“We are excited to sign this LOI with Frontier Labs. Frontier marks the fourth soil lab transaction in Deveron’s growing, vertically integrated soil lab network and creates important regional distribution in the US mid-west,” said David MacMillan, President, and CEO of Deveron. “This will provide Deveron with a soil lab hub in Iowa to support its boots on the ground network of agronomists and soil technicians. With the increased capacity across our soil lab network, Deveron can continue to execute on its mission to help local agriculture achieve excellence using impartial data. Jim and his team have built a successful and trusted business in Iowa, and we are excited to incorporate them into the Deveron family.”

Pursuant to the terms of the LOI, Deveron has agreed to: (i) pay Frontier Labs an initial cash payment of US\$825,000 upon completion of the Proposed Transaction and US\$412,500 on each of the first two anniversaries following the completion of the Proposed Transaction; and (ii) issue



such number of common shares in the capital of the Company (the “**Common Shares**”) equal to US\$275,000 upon receipt of the approval of the TSX Venture Exchange (the “**TSXV**”) and an additional number of Common Shares equal to US\$137,500 on each of the first two anniversaries following the completion of the Proposed Transaction.

In addition, the Company is pleased to announce a non-brokered private placement with a European long only impact fund, Coeli Circulus, through the issuance of 3,000,000 common shares (each, a “**Common Share**”) in the capital of the Company at a price of \$0.50 per Common Share, for gross proceeds of \$1,500,000 (the “**Offering**”).

The completion of the Proposed Transaction and the Offering are expected to close on or about September 30, 2022.

The completion of the transaction remains subject to all regulatory and other approvals, including the approval of the TSX Venture Exchange. All securities issued in connection with the Offering will be subject to a hold period of four months plus a day from the date of issuance and the resale rules of applicable securities legislation.

This press release does not constitute an offer to sell or a solicitation of an offer to buy the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons as defined under applicable United States securities laws unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

### **About Deveron**

Deveron is an agriculture technology company that uses data and insights to help farmers and large agriculture enterprises increase yields, reduce costs and improve farm outcomes. The company employs a digital process that leverages data collected on farms across North America to drive unbiased interpretation of production decisions, ultimately recommending how to optimize input use. Our team of agronomists and data scientists build products that recommend ways to better manage fertilizer, seed, fungicide, and other farm inputs. Additionally, we have a national network of data technicians that are deployed to collect various types of farm data, from soil to drone, that build a basis of our best-in-class data layers. Our focus is the US and Canada where 1 billion acres of farmland are actively farmed annually.

For more information and to join our community, please visit [www.deveron.com](http://www.deveron.com).

David MacMillan  
President & CEO, Deveron Corp.  
[dmacmillan@deveron.com](mailto:dmacmillan@deveron.com)  
Tel: 416-367-4571

*"Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release."*

*This news release includes certain "forward-looking statements" within the meaning of that phrase under Canadian securities laws. Without limitation, statements regarding future plans and objectives of the Company are forward looking statements that involve various degrees of risk. Forward-looking statements reflect management's current views with respect to possible future events and conditions and, by their nature, are based on management's beliefs and assumptions and subject to known and unknown risks and uncertainties, both general and specific to the Company. Although the Company believes the expectations expressed in such forward-looking statements are reasonable, such statements are not guarantees of future performance and actual results or developments may differ materially from those in our forward-looking statements. The following are important factors that could cause the Company's actual results to differ materially from those expressed or implied by such forward looking statements: changes in the worldwide price of agricultural commodities, general market conditions, risks inherent in agriculture, the uncertainty of future profitability and the uncertainty of access to additional capital. Additional information regarding the material factors and assumptions that were applied in making these forward looking statements as well as the various risks and uncertainties we face are described in greater detail in the "Risk Factors" section of our annual and interim Management's Discussion and Analysis of our financial results and other continuous disclosure documents and financial statements we file with the Canadian securities regulatory authorities which are available at [www.sedar.com](http://www.sedar.com). The Company undertakes no obligation to update this forward-looking information except as required by applicable law. The Company relies on litigation protection for forward looking statements.*