



21 November 2022

Dear fellow Shareholder,

Little Green Pharma Ltd - Share Purchase Plan

On behalf of the Board of Little Green Pharma Ltd (ACN 615 586 215) (**Company**), I am pleased to offer you the opportunity to subscribe for new fully paid ordinary shares in the Company (**Shares**) as well as free-attaching options pursuant to a Share Purchase Plan (**SPP** or the **Offer**).

The Company is offering eligible shareholders the opportunity to apply for between \$2,500 and up to \$30,000 worth of Shares at an issue price of \$0.20 per Share (**Issue Price**). The Issue Price represents a 16.9% discount to the volume weighted average market price of Shares over the fifteen days during which Shares were traded on the Australian Securities Exchange immediately prior to the announcement of the Offer.

In addition, the Offer includes one free-attaching option (**Option**), exercisable at \$0.25 within 18 months from the date of issue, for every Share subscribed for under the SPP. Upon exercise, each Option will entitle the holder to one Share in the Company.

The following table shows the various SPP Application Amount options:

Offer	SPP Application Amount	Number of SPP Shares purchased	Number of free-attaching Options received (1 for 1 basis)
A	\$30,000	150,000	150,000
B	\$20,000	100,000	100,000
C	\$15,000	75,000	75,000
D	\$10,000	50,000	50,000
E	\$5,000	25,000	25,000
F	\$2,500	12,500	12,500

This Offer accompanies the announcement of the Company's placement of Shares and Options to new and existing sophisticated, experienced, and professional investors, which raised \$4,000,000 before costs on the same terms under its Listing Rule 7.1 and 7.1A placement capacity (**Placement**). Mr. Michael Lynch Bell (Chair and Independent Non-Executive Director), Dr. Neale Fong (Independent Non-Executive Director) and the Company's Executive Directors, Ms. Fleeta Solomon and Mr. Angus Caithness, have all committed to participate in the Placement, subject to Shareholder approval. The Offer is not underwritten.

The Directors view the Offer as a means of allowing shareholders to participate on the same terms as the Placement, with proceeds of the Offer enabling the Company to support its sales commitments in Europe and Australia and providing general working capital.

Eligible shareholders

Shareholders will be eligible to participate in the SPP if they held shares and had a registered address in Australia and New Zealand as at 5.00pm (AWST) on Tuesday 1 November 2022.

Applying for SPP Securities

Eligible shareholders wishing to participate in the SPP must apply online to generate a personalised application form through the Company Registry's SPP website: www.computersharecas.com.au/LGPSPP

For eligible shareholders registered in Australia, applications for SPP Shares and Options can be made by BPAY payment referencing the BPAY number on their personalised application form, while eligible shareholders registered in New Zealand can apply by making an EFT payment referencing the details on their personalised application form. In both cases applicants are not required to submit any forms or other information to the Company or its Registry.

Further information and FAQs in relation to the application process for the Offer are also available on the Company's SPP website: <https://investor.littlegreenpharma.com/site/investor-centre/share-purchase-plan-ssp-2022>.

As the SPP includes the offer of an option in the Company, this Offer is made in accordance with the Prospectus available on both the Company's SPP website above and the ASX announcements platform <https://www2.asx.com.au/markets/company/lgp> in accordance with Chapter 6D of the Corporations Act. The Offer is not underwritten.

Allocation policy

The Company is seeking to raise up to \$2 million (before costs) under the SPP. However, it may decide to accept applications (in whole or in part) that result in the SPP raising more or less than that target amount in its absolute discretion, subject to the limits prescribed in the prospectus and the ASX Listing Rules.

The Company reserves the absolute discretion to scale back applications under the SPP to the extent and in the manner it sees fit. If the Company undertakes a scale back, eligible shareholders will receive the number of SPP Securities determined by the Company in its absolute discretion which may be less than the number of SPP Securities applied for. In this case, the difference between the application monies received and the number of SPP Shares allocated to the eligible shareholder multiplied by the Issue Price may be refunded to the applicant by direct credit or by cheque as soon as practicable, without interest.

SPP timetable

An indicative timetable for the SPP is set out below:

Event*	Date
Record Date for the SPP	1 November 2022
Lodgement of Prospectus with ASIC and ASX	21 November 2022
Opening Date of the Offers	21 November 2022
Closing Date of the Offers	19 December 2022
Announcement of SPP Offer results and issue of Securities	22 December 2022
Official Quotation of Shares	23 December 2022

*The dates and times noted above are indicative only and subject to change.

Important information

The Offer is governed by the prospectus dated 21 November 2022. The Board urges you to read the prospectus terms and conditions carefully and in their entirety before deciding whether to participate in the SPP.

If you are uncertain whether the Shares and Options are a suitable investment for you, you should consult your financial or other professional adviser. The Board recommends that you obtain your own financial advice in relation to the Offer and consider price movements of Shares in the Company prior to electing to participate in the Offer.

Enquiries

If you have any enquiries in relation to your application form or the Offer, please consult the Company's SPP website <https://investor.littlegreenpharma.com/site/investor-centre/share-purchase-plan-ssp-2022> or alternatively email the Company at info@littlegreenpharma.com or call on 1300 703 999 (Australia) or +61 8 6280 0050 (International).

Yours faithfully

A handwritten signature in blue ink, appearing to read "Fleta Solomon".

Fleta Solomon

Chief Executive Officer and Managing Director
Little Green Pharma Ltd