DanCann Pharma

BETTER THAN YESTERDAY

INVITATION TO SUBSCRIBE FOR UNITS IN DANCANN PHARMA A/S

FINANCIAL ADVISOR AND MANAGER

corpura™ FONDKOMMISSION

ABOUT THIS PROSPECTUS

Definitions

Certain terms used in this Prospectus are defined. All definitions are set out on pages 63-65 in this Prospectus. The "Company, the "Issuer" and "DanCann Pharma" refer to DanCann Pharma A/S, CVR no. 39 42 60 05 (Danish corporate registration number).

Legal information

DanCann Pharma's Board of Directors and Executive Management are responsible for the content in this Prospectus. Disputes arising from the content in this Prospectus or related legal matters shall be settled according to Danish law and in Danish courts.

The Shares in the Issuer are not subject to trade or applied for trading in any other country than Sweden and Denmark. The invitation according to this Prospectus does not apply to individuals whose participation require additional prospectuses, registration measures or other measures than those that arise under Danish law. The Prospectus may not be distributed in the United States, Australia, Japan, Canada, New Zealand, South Africa, Hong Kong, Switzerland, Singapore or any other country in which the distribution of this invitation requires additional measures as stated in the previous sentence or contravene rules in such country.

Accessibility of this Prospectus

This Prospectus is available on the Issuer's office, on the Issuer's website (www.dancann.com), on Spotlight Stock Market's website (www.spotlightstockmarket.com), and on Corpura Fondkommission's website (www.corpura.se).

Finanstilsynet

This Prospectus has been approved by the Danish Financial Supervisory Authority (in Danish: Finanstilsynet) ("FSA") as competent authority under the Regulation (EU) 2017/1129. The approval does not imply any guarantee from the FSA that the facts in this Prospectus are correct or complete.

Finansial advisor, legal advisor, auditor and selling agent

In connection with the Offer of the Units in this Prospectus, Corpura Fondkommission AB is acting as financial advisor for the Issuer, and Andersen Partners Advokatpartnerselskab is acting as legal advisor.
The Issuer's independent Auditor is Flemming Bro Lund, MNE no. mne31433, BDO Statsautoriseret Revisionsaktieselskab, company reg. no. (CVR) 20 22 26 70, Markedspladsen 25, 6800 Varde.

Forwardlooking information

This Prospectus contains forward looking information that reflects the Issuer's current view on future events and financial and operational development. Words that indicate predictions or indications regarding future developments or trends, and which are not based on historical facts, constitute forward looking information. Forward looking information is inherently associated with both known and unknow risks and uncertainties, as it depends on future events and circumstances. Forward looking information does constitute a guarantee regarding future results or development, and acutal results may differ materially from what is stated in the forward looking information. Forward looking information expresses only the assessments and asumptions made by the Board of Directors and Executive Management of the Issuer as of the Prospectus Date.

Auditor's review

Except for the audited special purpose financials (Appendix A), none of the information in the Prospectus has been reviewed or revised by the Auditor of the Company.

Spotlight Stock Market

The Issuer has applied and is approved for listing on Spotlight Stock Market, provided that a sufficient number of Units are subscribed for in the Offer in this Prospectus, and the Issuer complies with all applicable laws and regulations, including the required ownership spread.

Spotlight Stock Market is a secondary name of ATS Finans AB, a securities company under the supervision of the Swedish Financial Supervisory Authority. Spotlight Stock Market operates a multilateral trading facility (MTF, and in Danish: "MHF"). Companies listed on Spotlight Stock Market have undertaken to adhere to Spotlight Stock Market's listing agreement. Among other things, the agreement is intended to ensure that shareholders and other actors in the market receive correct, immediate and concurrent information on all circumstances that may affect the Company's share price.

Trading on Spotlight Stock Market takes place in an electronic trading system that is accessible to the banks and stockbrokers that are affiliated with the Nordic Growth Market ("NGM"). This means that those who want to buy and sell shares listed on Spotlight Stock Market can use most banks or stockbrokers. The listing agreement and share prises can be found on Spotlight Stock Market's website (www.spotlightstockmarket.com).

The Prospectus has been reviewed and approved by Spotlight Stock Market in accordance with Spotlight Stock Market's listing agreement. The approval does not imply any guarantee from Spotlight Stock Market that the facts in the Prospectus are correct or complete.

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SUMMARY OF THE OFFER

The Company offers "Units". One (1) Unit consists of 5 Shares and 2 Warrants in the Company.
Subscription period: 7 October 2020 to 23 October 2020
Subscription price: DKK 22.50 per Unit. One (1) Unit consists of five (5) Shares of DKK 4.50 each and two (2) Warrants (series TO 1) free of payment.
Minimum subscription: The minimum subscription is 200 Units (for each subscriber), corresponding to DKK 4 500.
Subscription commitments: The Company has received subscription commitments of approximately DKK 22.5 million, a total of approximately 75 per cent of the issue of Units.

Number of Shares in the Company before the issue of Units: 14 060 800 Shares
Valuation (pre-money): Approximately DKK 63.3 million.
Listing on Spotlight Stock Market: : DanCann Pharma's Shares and Warrants are planned to be listed on Spotlight Stock Market. The first day of trading is projected to be on 12 November 2020.
Ticker, ISIN: DANCAN, ISIN code DK0061410487. DANCAN TO 1, ISIN code DK0061410560.

For the full terms and conditions and the instruction for subscription, refer to section 9 "Details of the Offer/admission to trading" in this Prospectus.

SUMMARY

1. INTRODUCTION		
1.1	Name and ISIN-code of the securities:	The Offer consists of Units in DanCann Pharma A/S. 1 Unit consists of 5 Shares and 2 Warrants in DanCann Pharma A/S. Share: ISIN code DK0061410487, Ticker DANCAN. Warrant TO 1: ISIN code DK0061410560, DANCAN TO 1.
1.2	Identity and contact details of the Issuer:	The Issuer is DanCann Pharma A/S, CVR no. 39 42 60 05. The address of the Issuer is Rugvænget 5, DK-6823 Ansager. The Issuer can be reached by phone, +45 29 63 69 20, or by e-mail, info@dancann.com. The legal entity identifier (LEI) code is: 549300KLXQ6IC2YUUB58.
1.3	Identity and contact details of the relevant authority that approved the Prospectus:	This Prospectus has been approved by the Danish Financial Supervisory Authority (in Danish: Finanstilsynet) ("FSA") as competent authority under the Regulation (EU) 2017/1129. The address of the FSA is Århusgade 110, DK-2100 Copenhagen Ø. The FSA can be contacted by phone (+45 33 55 82 82), fax (+45 33 55 82 00) or email (finanstilsynet@ftnet.dk).
1.4	Date of approval of the Prospectus:	This Prospectus was approved by the FSA on 2 October 2020.
1.5	Warnings:	This summary should be read as an introduction to this Prospectus. Any decision to invest in the securities should be based on consideration of this Prospectus as a whole by the investor. The investor could lose all or part of the invested capital. Where a claim relating to the information contained in this Prospectus is brought before a court, the plaintiff investor may, under national law, have to bear the costs of translating this Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary, including any translation hereof, but only where the summary is misleading, inaccurate or inconsistent when read together with the other parts of this Prospectus, or where it does not provide, when read together with the other parts of this Prospectus, key information in order to aid investors when considering whether to invest in the securities
1.6		A Swedish translation of this summary of the Prospectus is attached as Appendix E.

2. KEY INFORMATION ON THE ISSUER		
2.1	Who is the Issuer of the securities?	**Information about the Issuer:** DanCann Pharma is a Danish public limited company incorporated in Denmark and operating under Danish law. The Issuer was founded on 20 March 2018, and Jeppe Krog Rasmussen is the founder and CEO. The purpose of DanCann Pharma is to import, research in, produce and sell medical cannabis. However, as of the Prospectus Date, The Issuer has not yet initiated all its activities, as several of the Company's activities currently are under establishment. The proceeds received from the Issue of Units will enable the Issuer to initiate its activites according to its permission from the DMA. As of the Prospectus Date, DanCann Pharma has obtained a licence under the Development Scheme. However, DanCann Pharma intends to obtain both licenses under the Pilot Programme as well, allowing the Company to import and produce medical cannabis to be sold and/or export. Further, DanCann Pharma's own manufactured and imported products must and will have to undergo an approval process at the DMA before sales and/or exports can begin according to licenses and approvals. The table below shows the Issuer's Major Shareholders as of the Prospectus Date. To the Issuer's knowledge, the Issuer is not directly or indirectly controlled by any natural or legal person.

Names of Major Shareholders	Number of Shares	Nominal value of Shares	Number of votes	Share of ownership (in percentage)
JKR Investment Group ApS (CEO, Jeppe Krog Rasmussen)	5 280 000	198 000	5 280 000	37.55
JJV Invest AB	1 734 080	65 028	1 734 080	12.33
Futur Pension Forsäkrings-aktiebolag	1 246 640	46 749	1 246 640	8.86

2.2	What is the key financial information regarding the Issuer?	The Issuer was established on 20 March 2018 and has since then published two annual reports to the Danish Business Authority. The annual reports for 2018 and 2019, which are publicly accessible at the Danish Business Register, have in accordance with The Danish Financial Statements Act not been audited. Further, information and presentations in the annual reports are limited to a minimum pursuant to the Danish Financial Statements Act. However, in the process of preparing this Prospectus, special purpose financials have been prepared and audited. Below are the key figures for the Issuer extracted from the special purpose financials for the periods, (i) 20 March 2018 to 31 December 2018, (ii) 2019 and (iii) 1 January 2020 to 30 April 2020. The special purpose financials have been audited and prepared in accordance with Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C. The Issuer's independent Auditor is BDO Statsautoriseret Revisionsaktieselskab, company reg. no. (CVR) 20 22 26 70, Markedspladsen 25, 6800 Varde. The Company has prepared special purpose financials to be used in this Prospectus audited by BDO, State Authorised Public Accountant Flemming Bro Lund, MNE no. mne31433. The special purpose financials are attached as Appendix A. In the special purpose financials prepared to be used in this Prospectus, deferred tax assets are not recognized in the balance sheet. Also more detailed information in the income statement is presented.The used accounting principles are unchanged for all periods presented in the special purpose financials.

KEY FIGURES (DKK 1 000)	01.01.20-31.08.20	01.01.19 – 31.12.19	20.03.18 -31.12.18
Staff costs	-1 526	-1 146	-70
Selling and distribution costs	-67	-11	0
Expenses relating to real property	-255	-304	-65
Administrative expenses	1 747	-107	-21
Depreciation, amortisation and impairment losses	-20	-8	0
Operating loss (EBIT)	-3 615	-1 575	-156
Loss for the year	-3 670	-1 587	-160
Balance sheet	18 334	351	23
Equity	16 259	-1 747	-160

CASH FLOWSTATEMENTS (DKK 1 000)	01.01.20-31.08.20 DKK	01.01.19-31.12.19 DKK	20.03.18-31.12.18 DKK
Profit/loss for the year	-3 670	-1 587	-160
Reversed depreciation of the year	19	8	0
Reversed tax on profit/loss for the year			
Change in receivables	-745	-94	-19
Change in current liabilities (ex bank and tax)	1 281	468	125
Cash flow from operating activity	**-3 115**	**-1 205**	**-54**
Purchase of tangible fixed assets	-3 440	-62	-4
Cash flow from investing activity	**-3 440**	**-62**	**-4**
Loan from majority owner	-549	502	47
Increase loans	-955	955	0
Increase leasing debt	200	0	0
Other capital items - capital raising costs	-2 184	0	0
Sharecapital payments	23 860	0	0
Cash flow from financing activity	**20 372**	**1 457**	**47**
Change in cash and cash equivalents	**13 817**	**190**	**-11**
Cash and cash equivalents at january 1st.	179	-11	0
Cash and cash equivalents at 31.08/31.12	**13 996**	**179**	**-11**
Specification of cash and cash equivalents at 31.08/31.12:			
Cash and cash equivalents	13 996	179	0
Bank debt	0	0	-11
Cash and cash equivalents, net debt	**13 996**	**179**	**-11**

2.3	What are the key risks that are specific to the issuer?	Below are the six highest risks specific to the Issuer listed, all identied with a risk level (high, moderate or low): **Permission(s) and approval(s) from the DMA** Due to the date of the Prospectus approval, DanCann Pharma does not have all the necessary licenses needed to realize its business. To be able to promote and sell medical cannabis, permissions must be obtained from the DMA. There is a risk that DanCann Pharma will not receive the necessary permits from the DMA. This poses a risk to DanCann Pharma's ability to generate revenue temporarily or permanently. In the scenario that DanCann Pharma does not receive the necessary permits from the DMA, there is a risk that DanCann Pharma's earnings and financial position will be adversely affected. Risk level: Moderate **No historical income** DanCann Pharma was established in 2018 and has not yet had any operations. There is a risk that the Company will not be able to launch any new products or launch products to the extent that the Company intends cf. risk above regarding 'Permission(s) and approval(s) from the DMA'. The fact that DanCann Pharma has not yet had any operations and no historical income entail that it is difficult to anticipate DanCann Pharma's sales potential in advance. Risk level: Moderate **Market growth** DanCann Pharma is planning to expand strongly over the coming years, firstly by increasing market shares in the Company's domestic country, and secondly by establishing itself in new countries and regions. There is a risk that the European market growth for medical cannabis in value will not materialise. The medical cannabis growth projection constitutes a significant percentage of the total European spend for medicines. There is a risk that establishments will be delayed, resulting in loss of income. Risk level: Moderate **Competitors** Some of DanCann Pharma's competitors and potential future competitors are multinational companies with large financial resources. There is a risk that there is widespread investment and product development from one or more competitors, this could result in a deterioration in sales or a deterioration in revenue opportunities for DanCann Pharma, as competitors can develop products that outperform the Company's products and thereby gain market share. Risk level: Moderate **Prices** Market prices of Medical Cannabis are expected to fall over time. There is risk that this development will be realized faster than anticipated with decreasing margins as a result. Ultimately, this might effect the Company's revenue negatively. Risk level: Moderate **Ethical Risk** DanCann Pharma runs its business in a new industry. There is a risk that the Company's business and/or the industry in which DanCann Pharma operates may be perceived as controversial. As a result, there is a risk of negative advertising or messages, justified or not, which may affect DanCann Pharma's reputation and finance. Risk level: Moderate to low

3. KEY INFORMATION ON THE SECURITIES		
3.1	What are the main features of the securities?	**Information about the securities:** In this Prospectus, the Issuer Offers Units, each consisting of 5 Shares and 2 Warrants in the Company. The Offer consist of minimum 5 002 500 Shares and maximum 6 670 000 Shares of nominally DKK 0.0375 each (the Shares offered in this Prospectus are referred to as the New Shares). The Offer consists of minimum 2 001 000 Warrants and maksimum 2 668 000 Warrants, each granting the right to subsribe for 1 Share in the Company of nominally DKK 0.0375. All Shares (including the New Shares Shares issued by exercise of the Warrants) belong to the same share class (as there is only one share class) and carry the same rights. Following completion of the Offer, the Shares and the Warrants are expected to be traded on Spotlight Stock Market. The ISIN code for the Shares is DK0061410487. The ISIN code for the Warrants (TO 1) is DK0061410560. The Shares and Warrants are issued in Danish Kroners (DKK), and the Shares and Warrants in the Issuer are issued in accordance with Danish law. The New Shares (and Shares issued by exercise of the Warrants) will have the identical rights as the Existing Shares. These include voting rights, right to receive dividend, right to share in the Issuer's profits, right to share in any surplus in the event of liquidation, and preemptive rights in connection with the issue of new/additional warrants, convertible bonds and shares by cash contribution. Further, all Shares are of the same seniority in the Issuer's capital structure in the event of insolvency. The Warrants will not give the investors such rights (until these are exercised).

		The New Shares (and Shares issued by exercise of the Warrants) will carry the right to receive dividend as from the date of registration of the Shares with the Danish Business Authority. Dividend is paid to investors registered as Shareholders in the share register kept by VP Securities A/S on the record day for the distribution of dividend. The dividend is not an accumulated dividend. There exist no restrictions on dividend or special procedures for Shareholders outside of Denmark, and payment of any distribution of dividend will take place via VP Securities A/S in the same manner as for Shareholders resident in Denmark. Dividend accrues to the Issuer, if it has not been claimed by the Shareholder within ten years after the declaration of dividend. The Issuer has no dividend policy, and the proceeds received from this IPO are not intented to be distributed to the Shareholders as dividend. Such proceeds are intented to be invested in the Issuers business.
3.2	Where will the securities be traded?	The Shares and Warrants in DanCann Pharma are expected to be traded on Spotlight Stock Market, that operates a multilateral trading facility (MTF). Securities listed on Spotlight are not subject to as extensive regulations as the securities that are admitted to trading on regulated markets. The Shares (New Shares) and Warrants in the Offer are expected to be admitted to trading on the Spotlight Stock Market in connection with the registration of the issue of Units by the Board of Directors. Assuming that the Offer is completed, which is subject to a sufficient number of investors subscribing for Units in the Offer, trading of the Issuer's Shares and Warrants on Spotlight Stock Market is expected to commence on 12 November 2020.
3.3	Is there a guarantee attached to the securities?	There is no guarantee attached to the New Shares or the Warrants.
3.4	What are the key risks that are specific to the securities?	**No previous public trading of the Shares** The Shares and Warrants in DanCann Pharma are planned to be listed on Spotlight Stock Market. There is a risk that trading of the Shares in DanCann Pharma on Spotlight Stock Market is very limited, to the effect that the Shareholders will not be able to divest their Shares/Warrants or only divest their Shares/Warrants with a loss. The share price may also be subject to significant fluctuations. For example, the share price may be affected by changes in supply and demand, the ability to achieve profit as well as changes in the general economic situation. In addition, the general volatility of the share market may lead to the price of the Shares being devalued. Risk level: Moderate **Distribution of dividends** DanCann Pharma has until now not made any distribution of dividends to its Shareholders. DanCann Pharma is in a developmental phase and any available funds in the Company are primarily planned to be invested in DanCann Pharma's continued development. There is the risk that future cash flows will not exceed DanCann Pharma's needs for capital, and that in the future no dividends will be distributed to the Shareholders. Risk level: Moderate **Spotlight Stock Market** The Shares and Warrants in DanCann Pharma are planned to be traded on Spotlight Stock Market, a secondary name of ATS Finans AB, a securities company under the supervision of the Swedish Financial Supervisory Authority. Spotlight Stock Market operates a multilateral trading facility (MTF). Companies whose shares are listed on Stock Market are not subject to all of the statutory provisions that have been established for companies listed on a regulated market. Hence, there is a risk that investments in shares traded on the Spotlight Stock Market are subject to greater risks than investments in shares traded on a regulated market. Risk level: Moderate

4. KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC		
4.1	Under which conditions and timetable can I invest in this security?	**The OFFER** Existing Shareholders, the public and professional investors in Sweden and Denmark are hereby invited to subscribe for Units in the Company. The board of directors of the Company has on 2 October 2020 decided, based on two authorizations from the extraordinary general meeting on 6 July 2020 and 21 September 2020, respectively, on implementing a new issue of Units. The subscription price is DKK 22.50 per Unit. The issue is conducted without preferential rights for Existing Shareholders. The reason to waive the Shareholders' preferential right is for the Company to be able to spread the ownership and to supply with working capital for business development and capital for expansion of the Company's business. One (1) Unit consists of five (5) Shares and two (2) Warrants of series TO 1. The price per Unit is DKK 22.50, which equals to DKK 4.50 per Share. The Warrants are issued free of payment. Through the issue, the Company's share capital can increase by a maximum of nominally DKK 250.125 through a new issue of a maximum of 6 670 000 Shares, each with a nominal value of DKK 0.0375 per Share. The total Unit issue amount is maximum DKK 30 015 000.00, corresponding to 6 670 000 Shares and DKK 4.50 per Share. The maximum number of Units that are issued through the issue is 1 334 000. Each Unit consists of two (2) Warrants. The maximum number of New Warrants of series TO 1 that are issued are 2 668 000. If all Warrants of series TO 1 that are issued through this issue are exercised, the share capital will increase with additionally nominally DKK 100 050, and the subscription amount will be DKK 16 008 000 (DKK 6 per Warrant).

		SUBSCRIPTION PRICE The subscription price is DKK 22.50 per Unit. Brokerage fee may occur. The minimum number of Units which can be subscribed for (by each subscriber) is 200 Units, which corresponds to DKK 4500. VALUATION DanCann Pharma's pre-money valuation prior to the new issue of Units amounts to approximately MDKK 63.3. SUBSCRIPTION PERIOD Subscription of Units can take place within the period from 7 October 2020 to 23 October 2020 (the Subscription Period). A completed subscription form must be submitted to Nordic Issuing and must be Nordic Issuing at hand no later than 15:00 (3pm) on 23 October 2020. Subscription forms sent by mail should be sent in due time before the last day of the Subscription Period. PRE-SUBSCRIPTION COMMITMENTS The Company has received pre-subscription comitments totalling approximately DKK 22.5 million corresponding to a total of approximately 75 per cent of the issue volume. This means that approximately 25 per cent of the issue volume is available for subscription by shareholders and other investors. A total of 57 investors, including a majority of the 47 investors who participated in the capital increase on 8 April 2020, have committed themselves to subscribe for Units in the Offer. WARRANTS One (1) Warrant of series TO 1 entitles to subscription of one (1) new Share with a subscription price of DKK 6.00 during the period 1 September 2021 until 17 September 2021 (the Warrant Exercise Period). If all Warrants are exercised during this period, the Company will receive an additional DKK 16 008 000 before issue costs. The full set of terms and conditions regarding the Warrants are set out in Appendix D. The terms and conditions set out in Appendix D will be added to the Company's the articles of association as a new schedule 6.2.1 as from the date on which the New Shares and Warrants have been issued and registered with the Danish Business Authority. PUBLICATION OF THE OUTCOME OF THE ISSUE OF UNITS As soon as possible after the Subscription Period has ended, DanCann Pharma will disclose the outcome of the new issue of Units. The publication is scheduled to be 28 October 2020 and will be made through a press release, which will be available on DanCann Pharma's website as well as on Spotlight Stock Market's website. DILUTION RESULTING FROM THE OFFER The issue of New Shares in the Offer will result in the Issuer's share capital increasing by nominally DKK 187 593.75 with minimum subscription and nominally DKK 250 125 with maximum subscription. Following the completion of the Offer, the Existing Shares, which have been issued as of the Prospectus Date, will make up approximately 74 per cent of the Issuer's total share capital with minimum subscription and approximately 68 per cent with maximum subscription. In addition to the above, the Existing Shares will be diluted even further, when (and if) the Warrants are exercised. ESTIMATE OF THE TOTAL EXPENSES OF THE OFFER Assuming completion of the Offer and full subscription of the Units, fees related to the transaction (including adviser fees and expenses) are estimated to be approximately DKK 3.8 millions. There are no costs imposed on investors by the Issuer. However, investors shall bear customary transaction and handling fees required by their account-holding banks. POTENTIAL PAYABLE FEES Clearing and settlement takes place within VP Secutities A/S' system in Denmark. This may mean that banks and managers who are not members of VP Securities A/S in Denmark may charge an administrative fee for subscription of shares in the Company's new issue of Units. In addition, a fee, in the form of a commission, may be taken for trading in DanCann Pharma's Shares and Warrants (the price model of the banks Nordnet and Avanza is the same for the entire Nordic region).
4.2	Why is this Prospectus being produced?	This Prospectus is being produced for the purpose of raising capital in order to finance the development of DanCann Pharma's strategy and objectives. DanCann Pharma's first production facility, BIOTECH PHARM1, is currently under construction and is expected to be ready-to-operate in the beginning of 2021. BIOTECH PHARM1 will be the main production site for the Company's Cannabis Bulk product and is to be approved and obtained in the Pilot Programme by the DMA before the end of 2021. A large part of the net proceeds received from the Issue of Units is intended to be invested in the Company's second production site, BIOTECH PHARM2, where the Cannabis Bulk is to be transformed into various patient-friendly products (Cannabis Primary Products and Cannabis Intermediate Products). BIOTECH PHARM2 will enable the Company to cultivate, produce and deliver its own Intermediate Products and Primary Products in the future, whereby DanCann Pharma will cover the whole medical cannabis supply chain. The establishment of BIOTECH PHARM2 includes acquisition of production equipment, and facility must adapt to pharmaceutical standards. In addition to the above, the net proceeds will as well be used for partnerships, research & development as well the day-to-day operations. Please see below for the allocation of the net proceeds.

Intended utilization of the proceeds from the IPO

Assuming full subscription in the Offer and with total transaction costs of approximately DKK 3.8 million, DanCann Pharma will receive net proceeds of approximately DKK 26.2 million. These funds will be allocated as follows:

Purpose:	The proceeds from the Issue of the New Shares:
(1) Establishment of BIOTECH PHARMs	Approx. 50-60 %
(2) Partnerships and R&D	Approx. 10-20 %
(3) Operating costs	Approx. 30-40 %

The proceeds from the IPO is suitable to meet the goals the Company have set, which is to obtain the necessary approvals with regard to the various processes in BIOTECH PHARM1 and BIOTECH PHARM2 and associated licenses through the DMA and to integrate in the Scandinavian markets.

Intended utilization of the proceeds from the exercise of the Warrants of series TO 1

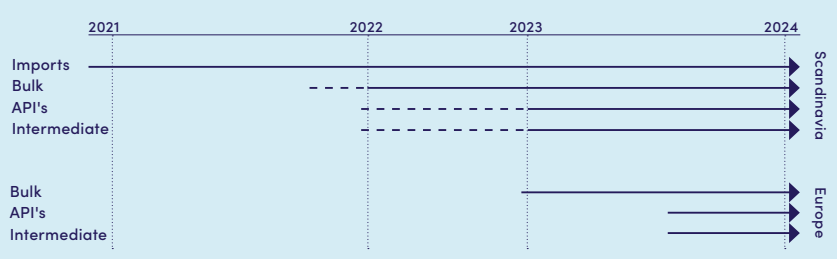
The Warrants can be exercised in the period 1 September 2021 to 17 September 2021 (Warrant Exercise Period). Each Warrant gives the right to subscribe for 1 Share in the Company for an exercise price of DKK 6.00 per Share. If all Warrants are subscribed for in the Offer, and all Warrants are exercised during the Warrant Exercise Period, the proceeds received from such exercise will amount to DKK 16 008 000 (before issue costs). However, there is a risk that not all Warrants will be subscribed for or exercised, whereby the proceeds will be less than DKK 16 008 000. E.g. in the event that the share price during the period in which the Warrants can be exercised falls below the price for exercising the Warrants, the Warrants will become worthless, and the Warrants cannot be expected to be exercised.

The below description of the intented utilization of the proceeds from the exercise of the Warrants is based on the assumption that all Warrants are subscribed for and exercised.

The Warrants are intented to take the Company to a European commercial scale (both in terms of manufacturing and penetration of new markets) based on the proof of concept and know-how achieved during the Company's first 3-4 year based on its integration into the Scandinavian market.

The Company intends to use the net proceeds from the Warrants of series TO 1 of approximately DKK 15.1 million (after issue costs) in order to prioritize the following areas in late 2021 and during 2022 as specified in order of priority:

- DanCann Pharma's scaling and development of its facilities after obtaining proof of concept on the initial phases – to take the Company to a highly commercial level being able to deliver for the European market in regards of capacities (approximately 50 – 75% of the net proceeds from the Warrants).
- DanCann Pharma's market position (including maintaining and expanding), and its GTM-strategy for new European markets for further acceleration (approximately 25 – 50% of the net proceeds from the Warrants).



The model above illustrates DanCann Pharma's approach to Scandinavia and Europe, respectively. The dashed line illustrates the upturn for expected / estimated access to the market, while the solid line illustrates the Company's best belief about the time at which the Company has interacted in x market.

Explanation:
Imports – import of cannabis- and cannabinoid pharmaceuticals for distribution
Bulk – manufacturing of raw material (biomass), BIOTECH PHARM1
API's – manufacturing of Active Pharmaceutical Ingredients, BIOTECH PHARM2
Intermediate - manufacturing of cannabis- and cannabinoid pharmaceuticals and formulations

IPO success fee to the Executive Management of DanCann Pharma

The Issuer's CEO, COO and CFO each receives a success fee of DKK 100 000, if the IPO is completed, and the Company's Shares are admitted to trading on Spotlight Stock Market. The success fee, which is thus contingent on and solely dependent on the result and implementation of the IPO, will be paid out in January 2021, determined by the Board of Directors.

4.3	Who is the offeror and/ or the person asking for admission to trading?	The Issuer is identical to the offeror of the Units asking for admission to trading (i.e. legal entity identifier ("LEI") 549300KLXQ6IC2YUUB58).

A WORD FROM THE CEO

As a company, we work with a clear vision to improve health and quality of life for patients with challenges with the dream of creating tomorrows new cannabis- and cannabinoid-based pharmaceuticals by focusing on patented and differentiated innovative drug administration systems, which all lead to the creation of a Scandinavian leading cannabis- and cannabinoid-based company.

Pharmaceutical cannabis- and cannabinoids impress in more key areas: strong growth rate, interest and rising popularity - an extremely powerful combination for industry-related companies among the pioneers in Europe.

While players in this new horticulture industry often take a concept from abroad and try to implement it in Denmark, DanCann Pharma enters the market based on new, innovative methods adapted to the Scandinavian and European climate and conditions.

The traditional greenhouse concept may work in the US and Canada, but the major challenge is to fit its workflows, facilities and procedures under Danish conditions and strict legislation. IIt can be a costly task to renovate a greenhouse, originally designed to grow cucumbers or tomatoes, to become an approved pharmaceutical cannabis production facility.

DanCann Pharma sees a huge opportunity for a unique position in a new unexplored market where several competing companies appear to have not been successful with their strategy. We want to challenge and question our own and competitors' methods and always look for a potentially better way of doing things.

Instead of trying to bring an existing concept into line with Danish conditions, we build our concept from scratch on a completely new platform based on Danish and European legislation and regulations. There have been several problematic situations in Europe where companies have rushed, most recently with imports of Canadian products that could potentially be harmful to patients.

We avoid this by strict quality control of our suppliers and by building on the mistakes made by other manufacturers. Our production conditions will be conducted with a critical eye for microbiological conditions and pharmaceutical guidelines throughout the process. Standards must be achieved through production under hygienic laboratory conditions without the possibility of cross contamination and lack of traceability of our products (clone to flower documentation), all of which supported by strong analytical work to ensure the uniform product.

We are driven by the patient, and safety and regulatory alignment are our top priorities. Likewise, with focus on the best use of our resources in terms of environment and economy it all must go into a higher unity.

Therefore, from the very beginning, DanCann Pharma has committed itself to cultivate without the use of any growth medium, such as rockwool or soil, with significantly reduced water consumption, no use of pesticides, and very high efficiency, using vertical cultivation. A technology developed by NASA.

Danish legalization of medical cannabis and its requirements are considered among the toughest in the world. We assume this as an advantage. It allows DanCann Pharma and its affiliates to meet high standards in future export markets and successfully compete with manufacturers from more mature production markets that are not established in accordance with these high standards (EU-GMP).

Although other countries in Europe have legalized medical cannabis in recent years, most countries have legalized only imports and not production neither exports. Denmark will benefit from the fact that most of Europe has a supply shortage. We have been given the opportunity for something huge due to the first mover effect and the regulatory benefits in DK.

DanCann Pharma sees this new area of cannabinoids as a great opportunity, and we believe it will develop and impact the future of many pharmaceuticals. We want to be an active part of this, we want to develop and shape the industry and be a contributor to a higher purpose. The desire to create a "movement" around understanding what it means to manufacture 'pharmaceutical cannabinoids' in a fusion of human safety and focus on the environment.

With our approach to the market, we want to accommodate patients as well as Physicians, without the risks associated with massive cultivation in the first place, since we expect that this industry is going to take 100 new leaps before we reach the end goal.

We see our current position as an advantage. We have not "rushed" our business, but carefully considered how to approach this task. This is reflected in all the choices we, as an organization, make to ultimately ensure patient safety and satisfying results for our investors. With that said, an exciting time awaits us.

"Research decides – but – Patients inspires"

We are now doing our IPO to ensure speed (GTM) and develop our beloved Company. Join our journey – from idea to launch – and help us change the world.

Jeppe Krog Rasmussen
Founder, CEO & Board Member
DanCann Pharma

5.

PERSONS RESPONSIBLE, THIRD PARTY INFORMATION, EXPERTS' REPORTS AND COMPETENT AUTHORITY APPROVAL

5.1 Persons responsible

The Board of Directors and the Executive Management of the Issuer are responsible for the information in this Prospectus. The Board of Directors consists of Magnus Østergaard Dahlmann (chairman), Per Wester (board member), Jeppe Krog Rasmussen (board member) and Carsten Trads (board member). The Executive Management consists of Jeppe Krog Rasmussen (CEO), Morten Martinsen (COO) and Mads Møller Kristensen (CFO). See section 10 "Corporate Governance" for further details.

5.2 Responsibility statement

Statement by the Board of Directors and the Executive Management of the Issuer

We hereby declare that, to the best of our knowledge, the information contained in this Prospectus is in accordance with the facts, and the Prospectus makes no omission likely to affect its import.

5.3 Statement or report attributed to a person as an expert

No statement or report attributed to a person as an expert is included in this Prospectus.

5.4 Information sourced from a third party

The Issuer confirms that the information in the Prospectus, which has been sourced from a third party, has been accurately reproduced and, as far as the Issuer is aware and is able to ascertain from information published by that third party, no facts have been omitted which would render the reproduced information inaccurate or misleading. The information includes publicly available historical market data and industry expectations, including the size of the market, that the Issuer is active in.

The material sources of information that this Prospectus has been prepared on are set out in Appendix B.

5.5 Furthermore, we declare that this Prospectus has been approved by the Danish Financial Supervisory Authority ("FSA") (in Danish: Finanstilsynet), as competent authority under Regulation (EU) 2017/1129. The FSA only approves this Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129. Such approval should not be considered as an endorsement of the Issuer or the Units that are the subject of this Prospectus. The investors shall make their own as-sessment as to the suitability of investing in the securities (the New Shares and Warrants). The Prospectus has been drawn up as an EU Growth prospectus in accordance with article 15 of Regulation (EU) 2017/1129.

Ansager, 2 October 2020

BOARD OF DIRECTORS OF THE ISSUER	
Magnus Østergaard Dahlmann	Chairman of the Board, CEO and Owner DAHLMANN HOLDING, KOLDING ApS
Carsten Trads	Board member, Founder, CEO and owner, C-Plus Consult
Per Wester	Board member, CEO and board member, Permeda AB
Jeppe Krog Rasmussen	Board member, CEO, DanCann Pharma A/S

EXECUTIVE MANAGEMENT OF THE ISSUER	
Jeppe Krog Rasmussen	CEO
Morten Martinsen	COO
Mads Møller Kristensen	CFO

5.6 Interest of natural and legal persons involved in the Offer:

Shares in the Issuer

As of the Prospectus Date, Jeppe Krog Rasmussen (CEO), Morten Martinsen (COO) and Per Wester (board member) are Shareholders in the Issuer and consequently hold economic interests herein. Therefore, these persons have an interest in the Offer. See section 10 "Corporate Governance" for further details.

Warrants to Executive Management and employees

Further, on the Company's extraordinary general meeting on 6 July 2020, the Board of Directors was authorized in one or more tranches and in the period until 19 May 2025 to issue warrants granting the right to subscribe for up to 1 017 147 Shares of nominally DKK 0.0375, i.e. up to a total of nominally DKK 38 143.0125 Shares in the Company. The warrants shall be issued in favour of the Executive Management and employees of the Company and the executive management and employees of the Company's subsidiaries and without pre-emption rights for the Company's Existing Shareholders. The warrants must be issued at market price. Further, the issue of warrants pursuant to this authorisation is conditional on the Company's shares being admitted to trading on Spotlight Stock Market. For further information, please see the articles of association attached as Appendix C.

IPO success fee to the Executive Management of DanCann Pharma

Based on the significance, complexity and short and compressed implementation phase of the contemplated IPO on Spotlight Stock Market, the Issuer's Executive Management (CEO, COO and CFO) each receives a success fee of DKK 100 000, if the IPO is completed, and the Company's Shares are admitted to trading on Spotlight Stock Market. The success fee, which is thus contingent on and solely dependent on the result and implementation of the IPO, will be paid out in January 2021, determined by the Board of Directors.

Apart from the above, there are no further potential conflicts of interest in the administration, management or governing bodies or other people in senior positions in the Issuer, and there are no other natural person or legal entity involved in the Offer that have financial or other relevant interest in the Issuer.

5.7 Reasons for the Offer, use of proceeds and expenses of the issue/Offer

According to DanCann Pharma's assessment, the existing working capital, which is intended to finance the development of the business, is not sufficient for current needs. Therefore, DanCann Pharma has decided to Offer Units in this Prospectus, and with maximum subscription of Units in this Offer, the proceeds that DanCann Pharma receive will amount to approx. 30 MDKK (before issue costs). If all Warrants of series TO 1 are exercised, the Company will receive an additional approx. 16 MDKK (before issue costs).

The proceeds received from the issue of Units are primarily intended to finance DanCann Pharma's next production facility, BIOTECH PHARM2 (see section 6.2 "Business and strategy"). The proceeds from issue of Units are also intended to finance other operating expenses in this connection.

Use of proceeds

The proceeds from the Offer will be used to strengthen the Issuer's capital base and capital resources to implement the Issuer's strategy and objectives.

A large part of the net proceeds received from the Issue of Units are intended to be invested in the Company's second production site, BIOTECH PHARM2, which will enable the Company to cultivate, produce and deliver its own Intermediate Products and Primary Products in the future. As of the Prospectus Date, the Company is licensed under the Development Scheme. However, the Company intends to obtain both licenses under the Pilot Programme, enabling the Company to import and/or produce Cannabis Primary Products and produce Cannabis Intermediate Products and to produce Cannabis Bulk. Having these licenses and by establishment of BIOTECH PHARM2, DanCann Pharma will cover the whole medical cannabis supply chain. Please see section 6.2 for a description of the medical cannabis supply chain. The establishment of BIOTECH PHARM2 includes acquisition of production equipment, and facility must adapt to pharmaceutical standards.

In addition to the above, the net proceeds will as well be used for partnerships, research & development as well the day-to-day operations. Please see below for the allocation of the net proceeds.

Intended utilization of the proceeds from the IPO

Assuming full subscription in the Offer and with total transaction costs of DKK 3.8 million, DanCann Pharma will receive net proceeds of approximately DKK 26.2 million. These funds will be allocated as follows:

PURPOSE	THE PROCEEDS FROM THE ISSUE OF THE NEW SHARES
(1) Establishment of BIOTECH PHARMs	Approx. 50-60 %
(2) Partnerships and R&D	Approx. 10-20 %
(3) Operating costs	Approx. 30-40 %

The proceeds from the IPO is suitable to meet the goals the Company have set, which is to obtain the necessary approvals with regard to the various processes in BIOTECH PHARM1 and BIOTECH PHARM2 and associated licenses through the DMA and to integrate in the Scandinavian markets.

Establishment of BIOTECH PHARMs:

DanCann Pharma's first production facility, BIOTECH PHARM1, is currently under construction and is expected to be ready-to-operate in late 2020 / beginning of 2021. BIOTECH PHARM1 will be the main production site for the Company's Cannabis Bulk product and is to be approved and obtained in the Pilot Programme by the DMA before the end of 2021.

A large part of the net proceeds received from the Issue of Units is intended to be invested in the Company's second production site, BIOTECH PHARM2, where the Cannabis Bulk is to be transformed into various patient-friendly products (Cannabis Primary Products and Cannabis Intermediate Products). Building a state of the art pharmaceutical facility will enable DanCann Pharma to deliver on its value proposition (EU-GMP Facility), implementing activities from oil extraction / refining to finished dosage form production (soft gel manufacturing line, tincture liquid filling and capping machine).

Partnerships and R&D

Investments in strategic partnerships. The scope:

- Strategic partnerships to create opportunities for existing drug management technologies to administer cannabinoid-based pharmaceuticals.
- Strategic partnerships for a broad product portfolio of import (Cannabis Primary Product) products.
- Planning for the future pharmaceutical development, requires DanCann Pharma to invest in R&D (clinical research through strategic partnerships):
- R&D for new ways to administer cannabinoid-based drugs
- R&D for new treatment indications with different cannabinoids

Operating costs:

Investments in human capital for operational activities, market development (GTM-strategy), international expansion, generating revenue and continue the growth of the Company.

Intended utilization of the proceeds from the exercise of the Warrants of series TO 1

The Warrants can be exercised in the period 1 September 2021 to 12 September 2021 (Warrant Exercise Period). Each Warrant gives the right to subscribe for 1 Share in the Company for an exercise price of DKK 6.00 per Share. If all Warrants are subscribed for in the Offer, and all Warrants are exercised during the Exercise Period, the proceeds received from such exercise will amount to DKK 16 008 000 (before issue costs). However, there is a risk that not all Warrants will be subscribed for or exercised, whereby the proceeds will be less than DKK 16 008 000. E.g. in the event that the share price during the period in which the Warrants can be exercised falls below the price for exercising the Warrants, the Warrants will become worthless, and the Warrants cannot be expected to be exercised.

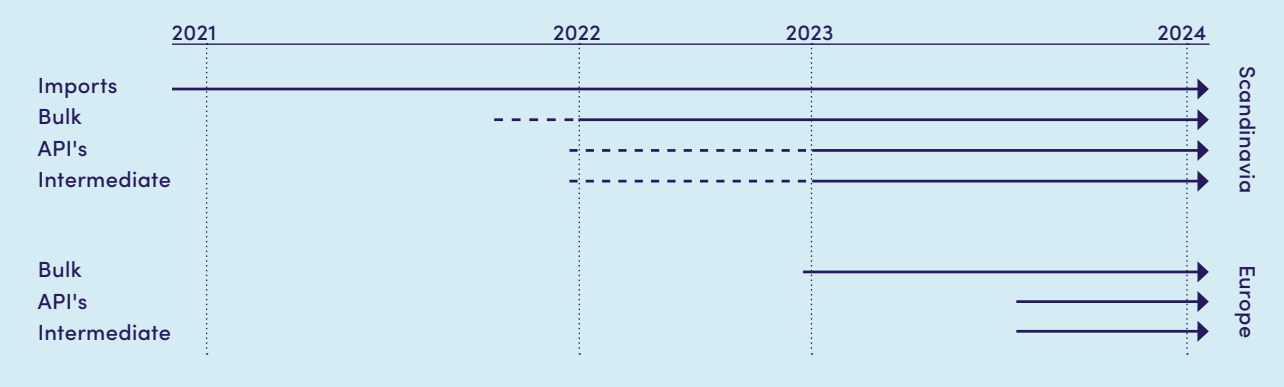
The below description of the intented utilization of the proceeds from the exercise of the Warrants is based on the assumption that all Warrants are subscribed for and exercised.

The Warrants are intented to take the Company to a European commercial scale (both in terms of manufacturing and penetration of new markets) based on the proof of concept and know-how achieved during the Company's first 3-4 year based on its integration into the Scandinavian market.

The Company intends to use the net proceeds from the attached warrants of series TO 1 of approximately DKK 15.1 million (after issue costs) in order to prioritize the following areas in late 2021 and during 2022 as specified in order of priority

– DanCann Pharma's scaling and development of its facilities after obtaining proof of concept on the initial phases – to take the Company to a highly commercial level being able to deliver for the European market in regards of capacities (approximately 50 – 75% of the net proceeds from the Warrants).

– DanCann Pharma's market position (including maintaining and expanding), and its GTM-strategy for new European markets for further acceleration (approximately 25 – 50% of the net proceeds from the Warrants).



The model above illustrates DanCann Pharma's approach to Scandinavia and Europe, respectively. The dashed line illustrates the upturn for expected / estimated access to the market, while the solid line illustrates the Company's best belief about the time at which the Company has interacted in x market.

Explanation:
Imports – import of cannabis- and cannabinoid pharmaceuticals for distribution
Bulk – manufacturing of raw material (biomass), BIOTECH PHARM1
API's – manufacturing of Active Pharmaceutical Ingredients, BIOTECH PHARM2
Intermediate - manufacturing of cannabis- and cannabinoid pharmaceuticals and formulations

For further information, see section 6.2.7 regarding "DanCann Pharma: Positioning for the Future (Business Strategy)" and 6.2.7.3 regarding "Goals & Objectives (2020 – 2021)".

Future capital requirement

If the Offer of Units in this Prospectus is fully subscribed, and Warrants fully exercised, it is the Company's assessment that the funds can finance the growth plan until DanCann Pharma reaches a positive cashflow. This is estimated to occur during 2022, provided that the underlying expectations for regulatory rules and processes are not significantly altered, and that the relevant authorities approve the Company's own products and facilities.

If the Offer results in minimum subscriptions, i.e. if DanCann Pharma only raises the minimum limit of 22.5 MDKK (75 per cent of the Offer), DanCann Pharma may have to develop the production facility at a slower pace in order to stretch financial resources. If the development of the production plan is significantly reduced, it is the Company's assessment that the funds will finance the Company at least 12 months after first trading day at Spotlight Stock Market.

In its later stages, DanCann Pharma may require additional capital to scale and accelerate its business to establish or maintain its market position which the Company intends to acquire through: financing, capital from the operational business, as well as partnerships and / or a new round(s) of investment. DanCann Pharma has not yet decided on a financing solution, and there is no estimate of the size of this or at what time it would be needed.

6.
STRATEGY, PERFORMANCE AND BUSINESS ENVIRONMENT

6.1 Information about the Issuer:

The Issuer's legal and commercial name is DanCann Pharma A/S. The Issuer's subsidiary names are Danish Cannabinoids Pharmaceuticals A/S and Danish Cannabis Pharmaceuticals A/S. The Issuer is a public limited company that operates under Danish law.

The Issuer's registered office is in the municipality of Varde, Denmark:
DanCann Pharma A/S
Rugvænget 5
DK-6823 Ansager

Phone number: +45 2963 6920
E-mail address: info@dancann.com
Website: www.dancann.com

Information on the Issuer's website does not form part of and is not incorporated into this Prospectus.

The Issuer is registered with the Danish Business Authority under CVR no. 39 42 60 05, and the legal entity identifier (LEI) code is: 549300KLXQ6IC2YUUB58.

The Issuer was incorporated as an entrepreneurial limited company (ELC) under the laws of Denmark on 20 March 2018. The Issuer was reregistered to a private limited company on 26 June 2020, and the Issuer was converted into a public limited company on 6 July 2020.

6.1.1 The latest significant change in the Issuer's funding structure was the private placement on 8 April 2020, where 47 investors subscribed for nominally DKK 0.7576 Shares (as the share capital at the time was nominally DKK 1.7576 post private placement), corresponding to a total subscription amount of DKK 23 859 703.26. The effect of this is presented in the financial balance sheet and cash flow statement for the period 1 January 2020 to 31 August 2020. For further information see section 11.1 regarding *"Historical financial information"*.

6.1.2 Activities for the Q2 and Q3 2020 will be financed with the funding from the private placement on 8 April 2020.

The completion of the Offer is conditional on the requirements and conditions for completion set out in this Prospectus being met. The issuer's Executive Management estimates that the cash flows from upcoming operation will provide sufficient working capital for the Issuer's continuing and upcoming operation for at least twelve months following the first day of trading.

If the upcoming Offer is fully subscribed, it is the Company's assessment that the funds can finance the growth plan until DanCann Pharma reaches positive cashflow. This is estimated to occur during 2022, provided that the underlying expectations for regulatory rules and processes are not significantly altered, and that authority approves of the Company's own products and facilities.

If the Offer of Units is not fully subscribed, DanCann Pharma intends to explore alternative financing options, such as raising additional capital, or alternatively the Company will perform its operations at a slower-than-expected rate until additional capital can be acquired. In case DanCann Pharma does not collect at least approx. 22.5 MDKK million (minimum subscription (75 %), with net proceeds of approx. 19.3 MDKK) and all alternative financing options fail, there is a risk that DanCann Pharma will need to revise development plans significantly, which may delay the development of the Company's activities.

Without adding the expected proceeds from the Offer, the Executive Management will review its current business plan and make corrective actions as needed and explore its possibilities of raising funding in the form of new equity capital or long-term lending through either Existing Shareholders and/or new investors. In the event that the minimum subscription of the Offer is not reached, the Issuer' Shares will not be admitted to trading on Spotlight Stock Market.

6.2 Business and strategy

6.2.1 Introduction

6.2.1.1 What is medical cannabis?

Cannabis (sativa and Indica) is plants of the family Cannabaceae, commonly referred to as hemp. Cannabis contains substances that may produce a beneficial medicinal effect. The main active and commonly known cannabinoid compounds are tetrahydrocannabinol (THC) and cannabidiol (CBD). THC has properties that can increase appetite and reduce nausea, and CBD has a dampening effect on cramps. Thus, the combination of THC and CBD may potentially provide a medical effect on patients suffering from pain, cramps and/or nausea.

Today, medical cannabis is a catch-all term for anything from dried cannabis flowers, cannabis oils, capsules, tablets to oromucosal spray and so on. But common to all of these product types is that they contain either parts of the cannabis plant, active substances from the plant or synthetic cannabinoids, and that they are used for treatment of illness.

Medical cannabis is used for treatment of several types of illness, including multiple sclerosis, chronic pain, spinal cord injury and nausea (vomiting). Medical cannabis can have an effect on various things, including appetite, blood pressure, blood flow to the brain, digestion, nausea, the immune system, inflammation, movement, pain, memory, moods, reproduction and stress.

Cannabis, cannabinoids,
and the endocannabinoid system (ECS)

Cannabis is plants within the plant family Cannabaceae, commonly referred to as hemp.

Cannabis sativa L. covers all subspecies in the Cannabaceae, including Cannabis Sativa and Cannabis Indica. Cannabis sativa L. contains substances, known as phytocannabinoids, that may produce a beneficial medicinal effect. Cannabis sativa L. is one of the most pharmacologically active group of plants in the world.

Cannabis is a complex plant, and the impact of cannabis is growing exponentially as several potential treatment areas are covered, including research working to reveal more medical and pharmaceutical benefits, as well as a range of worldwide applications investigating the effects of cannabis.
The cannabis plant contains over 100 active substances called: Cannabinoids.

Cannabinoids are active chemicals that affect receptors in the brain when ingested. The main active and commonly known cannabinoid compounds are tetrahydrocannabinol (THC) and cannabidiol (CBD). THC has properties that can increase appetite and reduce nausea, and CBD has a dampening effect on cramps. Thus, the combination of THC and CBD may potentially provide a medical effect on patients suffering from pain, cramps and/or nausea.

There are three different types of cannabinoids: those that the body produces, those that come from plants, and those that are synthetic.

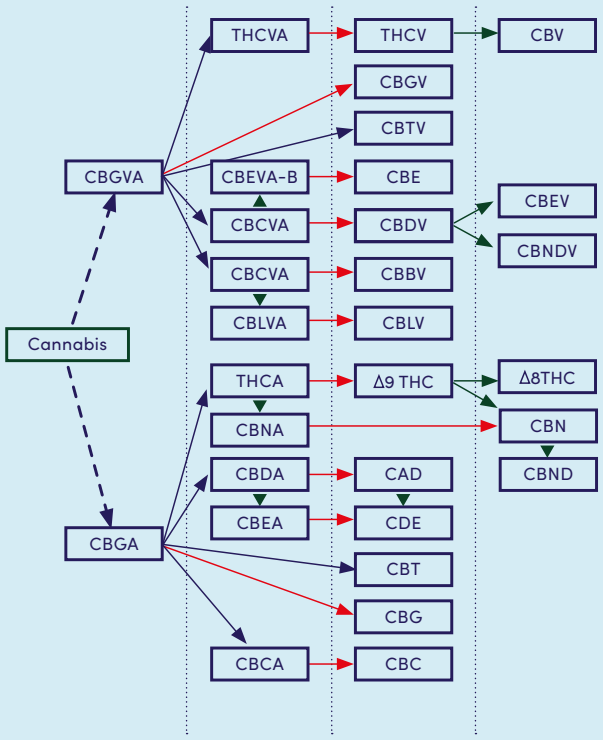
- Endogenous cannabinoids (endocannabinoids) are naturally produced by the body.
- Phyto-cannabinoids (plant cannabinoids) are found in the cannabis plant.
- Synthetic cannabinoids are manufactured and distributed by pharmaceutical companies.

Today, "medical cannabis" is a catch-all term for anything from dried cannabis flowers, cannabis oils, capsules, tablets to oromucosal spray and so on. But common to all of these product types is that they contain either parts of the cannabis plant, active substances from the plant or synthetic cannabinoids, and that they are used for treatment of illness. Cannabis as a medicine does not include products used as a recreational product.

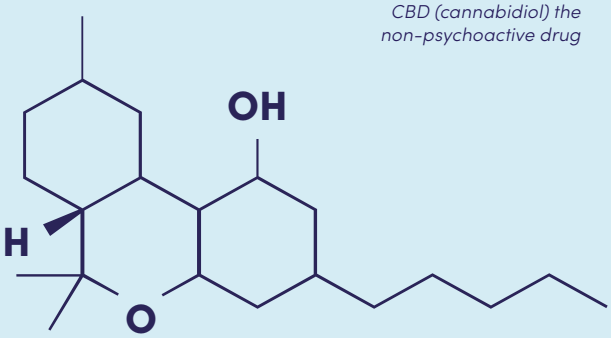
Cannabinoids can have an effect on appetite, blood pressure, blood flow to the brain, digestion, nausea, immune system, inflammation, memory, mood, movement, pain, energy balance, reproduction, and stress. The discovery of the endocannabinoids has led the researchers to the discovery of a new physiological system, a key component of human health and self-healing ability; The Endocannabinoid System (ECS).

The endocannabinoid system is one of the most important physiological systems, a system involved in establishing and maintaining human health. The endocannabinoid system refers to a group of neuromodulatory lipids and their receptors that has an important role in the regulation of a wide variety of physiological processes.

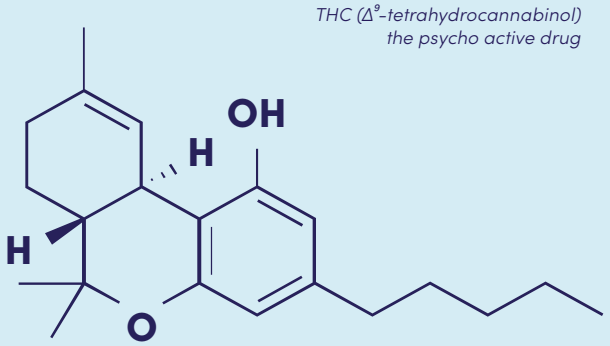
A draft of the plants "family tree" with a section of the different cannabinoids and different forms



CBD (cannabidiol) the non-psychoactive drug



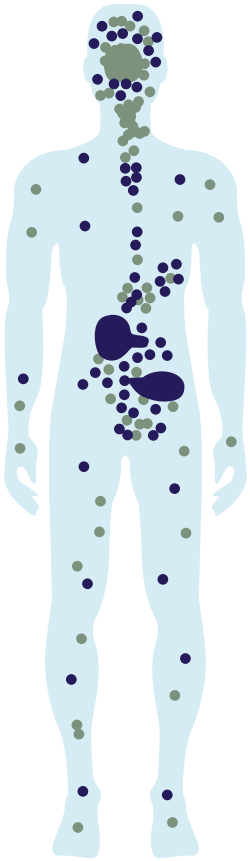
THC (Δ^9-tetrahydrocannabinol) the psycho active drug



CANNABINOID RECEPTORS

ARE FOUND ON CELL SURFACES

CB1 CB1 RECEPTORS are primarily found in the brain and central nervous system, and to a lesser extent in the other tissues.



CB2 CB2 RECEPTORS are mostly in the perepheral organs especially cells associated with the immune system

The endocannabinoid system is made up of the current two discovered receptors in the body, CB1 and CB2, but in the next few years it is expected that more receptors will be isolated. There are natural chemicals circulating in the body that bind to these receptors, and it is through this chemical attachment that the endocannabinoid system performs its functions.

The endocannabinoid system and its receptors are widely distributed in the body: in the brain, organs, connective tissue, glands, and immune cells. In each tissue, the cannabinoid system performs different tasks, always with the same goal: homeostasis, maintaining a stable internal environment despite fluctuations in the external environment. These are probably the kind of receptors we have the most - for the same reason, the system is involved in a variety of different processes in the body.

6.2.1.2 Danish legislation on medical cannabis and the Pilot Programme

On 1 January 2018, medical cannabis was legalized in Denmark under a 4-year Pilot Programme that allow all Danish physicians to prescribe cannabis for medical use. The pharmaceuticals covered by the Pilot Programme are referred to as medical cannabis and may take the form of dried cannabis flowers, cannabis oil, capsules, or tablets. The Programme was approved by 9 out of 10 political parties in the Danish parliament at the time and is therefore widely supported across the political parties.

The process of adopting the Pilot Programme was as follows:

2016: A lot of interest and questions about medicinal cannabis in Denmark from:
- Patients and interest groups
- Politicians

November 2016: Political agreement: More ways to prescribe medicinal cannabis

October 2017: Act on a Medicinal Cannabis Pilot Project put forward

1 January 2018: Medicinal Cannabis Pilot Project Programme adopted (4 years)

The purpose of the Pilot Programme is to give patients a legal opportunity to test medical cannabis treatment if they have not benefited from conventional medication. The authorities will perform various evaluations of the Pilot Programme and the products during the 4-year period, and the Programme will therefore provide a better basis for assessing the use of medical cannabis at the end of the period.

The law regulating the Pilot Programme contains some of the strictest requirements in the world which the companies authorized under the Programme must comply with in terms of cultivation, certifications and use of pesticides. The products under "The Pilot Programme", must comply with requirements on how the plant should be cultivated and how the production of the cannabis product takes place. It is also required that the cannabis product must be standardized, which means that the manufacturer must be able to document what the product contains, so that the strength and quantity are the same from package to package. The products of the Pilot Programme have not been tested for effects and side effects in controlled (clinical) trials in the same way as approved drugs. It requires permission to import, cultivate and manufacture the medical cannabis products and each permit must be adapted to the activities that the company in question wants to carry out. As described further below under section 6.2.1.2.1, a company can obtain either authorization 1 and/or 2. Before obtaining an authorisation, the Company will be inspected by the Danish Medicines Agency (DMA). In order for a product under the Pilot Programme to be legal, such must also be approved by the DMA. When the product is approved, it will be added to the DMA's list of admitted medicinal products.

Although Danish legislation will develop further in the coming years, it is DanCann Pharma's assessment that change of government will not change the support for the Pilot Programme. The Programme also allows companies licensed by the DMA

to: cultivate, manufacture and distribute for export and import of medical cannabis. The Pilot Programme runs in a trial period for 4 years, by then end of which the Pilot Programme can be extended, made permanent or terminated. So if for some reason the politicians believe the Pilot Programme should not continue as a legalized treatment for Danish patients, the Pilot Programme can be terminated by the end of December 2021. However, based on statements from patient organizations, KOI's, staff at DMA and politicians[1] , it is DanCann Pharma and its management team's best assessment that the 4-year Programme will be replaced by an extension or a permanent regulation. The global medical cannabis market is already extensive, and it is DanCann Pharma's opinion that the Danish legalization-wave is expected to make a significant contribution to expanding the European and global market.

The new Danish law regulating the Pilot Programme has created a lucrative environment for manufacturers. On 1 January 2018, Danish companies could only be permitted to import medical cannabis to be included in the Pilot Programme, however, on 1 July 2018, the Programme was amended to the effect that Danish Companies could also be permitted to cultivate medical cannabis in Denmark for inclusion in the Pilot Programme. This amendment of the Programme has opened the implementation of cannabis exports from Denmark, which has put Danish medical cannabis companies on a solid basis to compete throughout the European Market. Denmark is therefore now considered to be a clear pioneer in Europe, where countries and companies are competing for the position for what they soon estimate will be a multimillion-dollar industry.

Danish legislation on medical cannabis
In Denmark, Physicians have four possibilities of prescribing cannabis-based products:

i. Authorised medicine
In Denmark, only two cannabis-based medicines have been authorised. The medicines are called Sativex and Epidyolex. Sativex is an oromucosal spray that is used to treat spasms in multiple sclerosis and Epidyolex is an oral pharmaceutical to treat epilepsy. Being authorised medicine implies that, the DMA knows exactly what is in it, how it works, and how it is made.

ii. Non-authorised medicine by issue of a compassionate use permit
The USA and other countries have authorised the products Marinol and Nabilone. The manufacturers of Marinol and Nabilone have not applied for authorisation of the products in Denmark, and they are therefore not sold as authorised medicines in Denmark. However, if a Physician wants to prescribe Marinol or Nabilone to specific patients, he or she can apply for a compassionate use permit from the DMA even though these medicines are not approved in Denmark.

iii. Magistral preparations of cannabis
Physician can also prescribe magistral preparations of cannabis-based products. A magistral preparation is made by a pharmacy for a specific patient according to the Physician's instructions. In such cases, a pharmacy will prepare the medicine with the specific active substances that will benefit the patient according to the prescription issued by the Physician. Physicians can prescribe different formulations of the medicine such as oil or capsules.

[1] *https://sundhedspolitisktidsskrift.dk/nyheder/2823-heunicke-klar-til-at-forlaenge-forsogsordning-med-medicinsk-cannabis.html*

iv. Medical cannabis Pilot Programme
See below.

The Pilot Programme
As described above, a medical cannabis Pilot Programme entered into force on 1 January 2018. The Pilot Programme gives Physician the possibility to prescribe a new type of cannabis product which was not previously legal in Denmark. The products comprised by the Pilot Programme are called medical cannabis, and they can have various forms, including dried cannabis flowers, cannabis oils, capsules and tablets. The cannabis products included in the Pilot Programme are not authorised medicines, neither in Denmark nor in any other countries.

The purpose of the Pilot Programme is to offer patients a lawful way of testing treatment with medical cannabis if they have not benefitted from authorised medicines.

The Pilot Programme has given Danish companies a possibility to import, cultivate, produce, distribute and/or export medical cannabis, if the company obtains the necessary authorisations from the DMA. A company can apply for two different authorisations:

- **Authorisation 1:** An authorisation to import and/or produce Cannabis Primary Products and produce Cannabis Intermediate Products (steps 3-4 to the left in the supply chain below).
- **Authorisation 2:** An authorisation to cultivate cannabis for medicinal use and produce Cannabis Bulk from the Danish-grown cannabis (steps a-c to the right in the supply chain below).

The Pilot Programme authorisations in regard to the medical cannabis supply chain

1. The cannabis plant is cultivated in a country outside of Denmark.
2. The Cannabis Primary Product, which could be products such as herbal tea, oils, and capsules, is manufactured from the cannabis plant.

Authorisation 1 (steps 3-4)

3. A Danish company imports the foreign Cannabis Primary Product (step 2).
   or
3. A Danish company purchases the Cannabis Bulk (see step c under Authorisation 2), from which the Danish company itself manufactures the Cannabis Primary Product, which includes packaging in con-sumer-ready packs. Danish-grown Primary Products can be exported or follow steps 4-7, whereas imported Primary Products can only follow steps 4-7.
4. The Danish company manufactures a Can-nabis Intermediate Product, which in-cludes Danish labelling, the writing of a product sheet and possibly a description of preparation method.
5. A physician assess that a patient should be treated with medical cannabis and writes out a prescription.
6. A patient goes to the pharmacy to fill the prescription for the cannabis product.
7. The pharmacy prepares the Cannabis End-Product according to the prescription based on the Cannabis Intermediate Product. This preparation includes labelling with a warning triangle and information corresponding to the patient-specific label.

Authorisation 2 (steps a-c)

a. The cannabis plant is cultivated in Denmark.
b. The cannabis plant is processed to Cannabis Bulk (e.g. extraction of cannabis oil), which is a processed cannabis product that is ready to be become a Cannabis Primary Product.
c. The Cannabis Bulk is distributed to a Danish company holding an authorisation 1 (which can also be the same company holding both an authorisation 1 and 2). This company processes it to a Cannabis Primary Product (see step 3 under Authorisation 1).

In order for a Cannabis Primary Product and a Cannabis Intermediate Product to be available for prescription by a Physician, the products must be approved by the DMA. This applies, regardless of whether the Cannabis Primary Product is Danish-grown or imported. If the approval is obtained, the Cannabis Primary Product together with the corresponding Cannabis Intermediate Product (e.g. where the product has been Danish labelled) must be obtained on the list of approved products. As of the Prospectus Date, the following products in the Pilot Programme have been approved by the DMA:

PRODUCT	CANNABIS PRIMARY PRODUCT	INTERMEDIATE PRODUCT MANUFACTURER
Bedica "Canngros"	Bedica	Canngros ApS
Bediol "Canngros"	Bediol	Canngros ApS
Bedrocan "Canngros"	Bedrocan	Canngros ApS
Sedamen "Arora Nordic Cannabis"	Sedamen	Aurora Nordic Cannabis A/S

Development Scheme

On 1 January 2018, the Development Scheme for the cultivation of cannabis in Denmark was introduced as well, under which companies can apply for a cannabis cultivation and handling licence with a view to producing cannabis suitable for medicinal use. The Development Scheme runs in parallel with the four-year medical cannabis Pilot Programme.
The companies licensed under the Development Scheme can develop its production facilities, procedures and its cultivation and production of medical cannabis, however, the medical cannabis developed under the Development Scheme is not available for prescription by a Physician pursuant to the Pilot Programme. The Development Scheme is for practice, research, and development purposes. When the Company's products have reached a sufficient level of quality, the Company can apply for an authorisation under the Pilot Programme (authorisation 1 or 2).

6.2.1.3 Export market and competitive Advantage for Danish companies within the medical cannabis industry

Due to the strict Danish requirements, Danish companies are well positioned to be preferred suppliers on global market with similar high requirements, like e.g. Germany. With Denmark's high requirements, Danish company will automatically meet the requirements on various geographic markets, as Denmark sets a high standard. For this reason, several international companies have invested in the Danish medical cannabis sector. Further, international investments in the Danish medical cannabis sector have the following advantages:

- Easy access to the European Union market (through new export legislation)
- Free production possibilities (no restrictions or quotas)
- A supportive, stable government
- Strong and competent level of education, including pharma and agriculture
- The country's technological advantage

Through its legislation, Denmark has achieved a unique position in the European market.
The majority of countries in Europe are highly dependent on imports as they have no or partially limited production (quota based). Denmark, in contrast, has no limit on how much medical cannabis must be produced.
Also, the new export legislation gives the Danish manufactures access to large markets in form of neighboring countries. Denmark is one of the only countries in Europe that is allowed to export.

Further, Denmark is characterized by quality medicine produced in Denmark, and it is recognized as a leading agricultural producer. As also described above, due to the very strict requirements by the DMA and the uniform quality requirements by the Danish medical cannabis regulations, Danish-based manufacturers is expected to have a competitive advantage in the new European markets.

With this advantage in the export regulation, the manufacturers can capture the market before it is established. What really describes the European market so far is the large number of countries with patients, but the very narrow supply of manufactures.

6.2.2 Business overview

6.2.2.1 A brief background to DanCann Pharma (Danish Cannabinoid Pharmaceuticals)

DanCann Pharma was founded in 2018 and is a Danish pharmaceutical biotechnology company powered by cannabinoids. The Company is focused on discovering, developing, manufacturing, and commercializing of novel cannabinoid therapeutics in a broad range of disease areas.

DanCann Pharma was established in March 2018 shortly after the establishment of the new Pilot Programme. During the summer 2018, the Company was licensed as one of the first companies to handle and cultivate medical cannabis through the Development Scheme, cf. section regarding "Development Scheme" on page 19.

DanCann Pharma was established due to the poor access for cannabinoid-based drugs and pharmaceuticals, where people instead searched for the uncontrolled illegal market. For that reason, DanCann Pharma today works with the mission of securing access to treatments with quality assured cannabinoid substance. The Company creates and makes solutions for tomorrow's tough challenges by the use of cannabis- and cannabinoids for pharmaceutical purposes.

DanCann Pharma is built around several milestones (see section 6.2.3 "Principal activities"). The first ones have been reached, including our approval for the Development Scheme, which makes us certified to 'research' in the field of cannabis and cannabinoids through the DMA. In April 2020, the Company completed a Private Placement, where the Company raised approx. 23.9 MDKK, and welcomed 47 new investors to the project. This funding has secured the launch of the construction of the first facility, BIOTECH PHARM1 (see section 6.2.3.2 about "BIOTECH PHARM1 (2020)").

To date of the approval of the prospectus, DanCann Pharma has obtained certain licences as described in section 6.2.3.1 (DanCann Pharma today) and elsewhere. However, DanCann Pharma's own manufactured and imported products must and will have to undergo an approval process at the DMA before sales and / or exports can begin according to licenses and approvals to be obtained cf. section 6.2.7.3 regarding "Goals & Objectives (2020 – 2021)".

DanCann Pharma: Vision, Mission, Core Values and Purpose Statement

DanCann Pharma's Statement is an expression of the Company's way of acting, both internally (shows how the Company runs its business) and externally (shows how the Company introduce itself to the outside world).

Vision: We improve health and life quality for patients with challenges. DanCann Pharma's Vision is to make a positive and meaningful difference in the lives of patients and their relatives. All of the Company's actions and decisions tie back to this most important and simple fact.

Mission: We provide, and supply known and unknown pharmaceutical benefits from cannabis- and cannabinoids. DanCann Pharma's Mission is rooted in unlocking the potential of cannabinoid medicines to address serious medical conditions with limited treatment options to contribute to the enrichment of quality of life around the world through the creation of innovative pharmaceuticals, and through the provision of pharmaceuticals addressing diverse medical needs.

Core Values: We are driven by the patient. We challenge status quo, based on knowledge and innovation. Quality and integrity characterize our products, brands, and activities.
In alignment with DanCann Pharma's Mission, the Company has identified "Core Values" as the basis for an attitude of cooperation and proper value judgments and as the criteria for its business activities and decision making.

DanCann Pharma believes that by continuing to pursue these values, the Company can achieve its Vision through the development of novel cannabis- and cannabinoid drugs and medicines, thereby improving health and life quality of life for many patients.

Purpose: We will secure access to cannabis- and cannabinoid-based pharmaceuticals and treatments with focus on excellence, consistency, and environmental sustainability.

DanCann Pharma makes prescription (Rx-pharmaceuticals) and over-the-counter (OTC) pharmaceuticals mainly focused on pain patients with alternative needs and management to handle their illness, covered by the Danish Pilot Programme for medical cannabis – with future targets for further and new patient groups and segments.

Short business description

DanCann Pharma is a vertically integrated company with upcoming activities from cultivation to refining of cannabis and cannabinoids. DanCann Pharma's businessplan has several tracks, including, but not limited to: Imports, R&D, and own in-house production.

DanCann Pharma aims to produce standardized active pharmaceutical ingredients (APIs). These products will be used in the Company's own intermediate products as well as in the pharmaceutical industry and meet the needs of large and small drug developers.

DanCann Pharma aims to ensure the delivery of a standardized, quality assured and analyzed pharmaceutical quality cannabinoid-based product using automated high-tech in-door cultivation and associated processes (GACP and EU-GMP).

DanCann Pharma's next step is in-house production lines where the active ingredients will be formulated for pharmaceuticals in several different dosing technologies (both new and existing) with the result of various, patient-friendly products including, but not limited to; capsules, pills and oils using advanced technology and processing equipment.

DanCann Pharma wants to offer an alternative to conventional medicine by produce and provide a wide range of standardized cannabinoid pharmaceuticals.

Highlights of DanCann Pharma

- DanCann Pharma was founded in 2018 and is a pioneer within the field of cannabis- and cannabinoid-based pharmaceuticals and has already created a momentum to position itself as a prominent party in the Danish and European market.
- DanCann Pharma has permission from the DMA to handle and cultivate medical cannabis under the Development Scheme.
- DanCann Pharma is in the process of establishing one of the most advanced and effi-cient cannabis cultivation sites in Europe, the BIOTECH PHARM1. Please see section regarding "BIOTECH PHARM1 (2020)" below.
- DanCann Pharma has a differentiated approach to the industry, by targeting on supply and research of rare cannabinoids (APIs) for new, unexplored treatment options.
- DanCann Pharma wants to integrate the medical cannabis industry with the existing pharmaceutical industry to bring the best of two worlds into a higher unity.
- DanCann Pharma is by this Prospectus working with its IPO to raise further capital for its next facility, BIOTECH PHARM2, which is an EU-GMP facility for intermediate manufacturing of cannabis and cannabinoid-based pharmaceuticals. Please see section regarding "BIOTECH PHARM2 (2021)" below.
- DanCann Pharma focuses on patented and innovative drug administration systems for cannabis- and cannabinoid-based pharmaceuticals through strategic partnerships.
- DanCann Pharma estimates sales and first turn-over of imported cannabis- and can-nabinoid-based pharmaceuticals (Cannabis Primary Product) from third-party partner-ships in Q1-Q2 2021. In September 2020, DanCann Pharma signed its first supply agreement with MediPharm Labs for import of new products aimed and targeted at the Danish market and the Pilot Programme.
- DanCann Pharma estimates BIOTECH PHARM1 to be approved and obtained in the Pilot Programme by the DMA before the end 2021.

In April 2020, DanCann Pharma completed a Private Placement (Pre-IPO) of approx. 23.9 MDKK against a pre-money valuation of 31.5 MDKK.

6.2.3 Principal activities

6.2.3.1 DanCann Pharma today

On 20 June 2018, DanCann Pharma was given the license to cultivate and develop medical cannabis under the Development Scheme. Hence, as of the Prospectus Date, DanCann Pharma is not licensed under the Pilot Programme, however, DanCann Pharma expects to receive authorisations under the Pilot Programme during 2021, enabling the Company to both (i) cultivate cannabis, (ii) manufacture Cannabis Bulk, (iii) import, produce and/or ex-port Cannabis Primary Products, and (iv) produce Cannabis Intermediate Products to be available for prescription during 2022. In other words, DanCann Pharma intends to cover the whole supply chain from the cannabis plant to the product available for prescription.

DanCann Pharma's first production site, BIOTECH PHARM1, where the Cannabis Bulk is to be produced, is under establishment, and is expected to be operational in late 2020/start 2021. DanCann Pharma's second production side, BIOTECH PHARM2, where the Cannabis Bulk is to be transformed into various patient-friendly products (Cannabis Primary Products

and Cannabis Intermediate Products), is expected to be operational in late 2021. The first Danish based DanCann Pharma cannabis product is expected to be available in Q4 2021.

In April 2020, DanCann Pharma entered a dialogue with the Australian division of Medi-Pharm Labs with a plan to investigate import of products for the Danish Pilot Programme. In July 2020, DanCann Pharma signed the first LOI with MediPharm Labs, which later in September 2020 was followed by a supply agreement after a long investigation regarding quality and the strict requirements, cf. the Danish Pilot Programme.

MediPharm Labs specializes in the production of purified, pharmaceutical quality cannabis oil and concentrates and advanced derivative products utilizing a Good Manufacturing Practices certified facility with ISO standard-built clean rooms. MediPharm Labs has invested in an expert, research driven team, state-of-the-art technology, downstream purification methodologies and purpose-built facilities with five primary extraction lines for delivery of pure, trusted and precision-dosed cannabis products for its customers.

(illustrations of product packaging)

Current status and short-term goals

As of the Prospectus Date, DanCann Pharma is not yet licensed under the Pilot Programme, however, DanCann Pharma expects to receive authorizations under the Pilot Programme before the end of 2021, enabling the Company to both (i) cultivate cannabis, (ii) manufacture Cannabis Bulk, (iii) import, produce and/or export Cannabis Primary Products, and (iv) produce Cannabis Intermediate Products to be available for prescription during 2022. In other words, DanCann Pharma intends to cover the whole supply chain from the very first cannabis plant to the product available for prescription.

As set out above, DanCann Pharma's first production site (BIOTECH PHARM1) is under construction. During 2018, 2019 and 2020, DanCann Pharma has worked extensively on developing a comprehensive Quality Management System (QMS) to ensure that all regulations, approvals and quality requirements are in order prior to the construction of BIOTECH PHARM1. DanCann Pharma's QMS ensures compliance and optimal Standard Operating Procedures (SOPs) so audits and approvals will be as smooth as possible upon application.

The investments required to establish such a production facility (BIOTECH PHARM1) include adaptation to pharmaceutical cannabis production standards (infrastructure) as well as the purchase of equipment for, among other things, cultivation and trimming, cooling and ventilation equipment, water treatment, AMP-upgrades, software and secure storage room, etc.

In order to work out these plans, DanCann Pharma has established a team in a mixture of engineers and biologists who over the last few years have worked intensively on the project and its development. The Company currently has 5 full-time employees and expects the following expansion in the future:

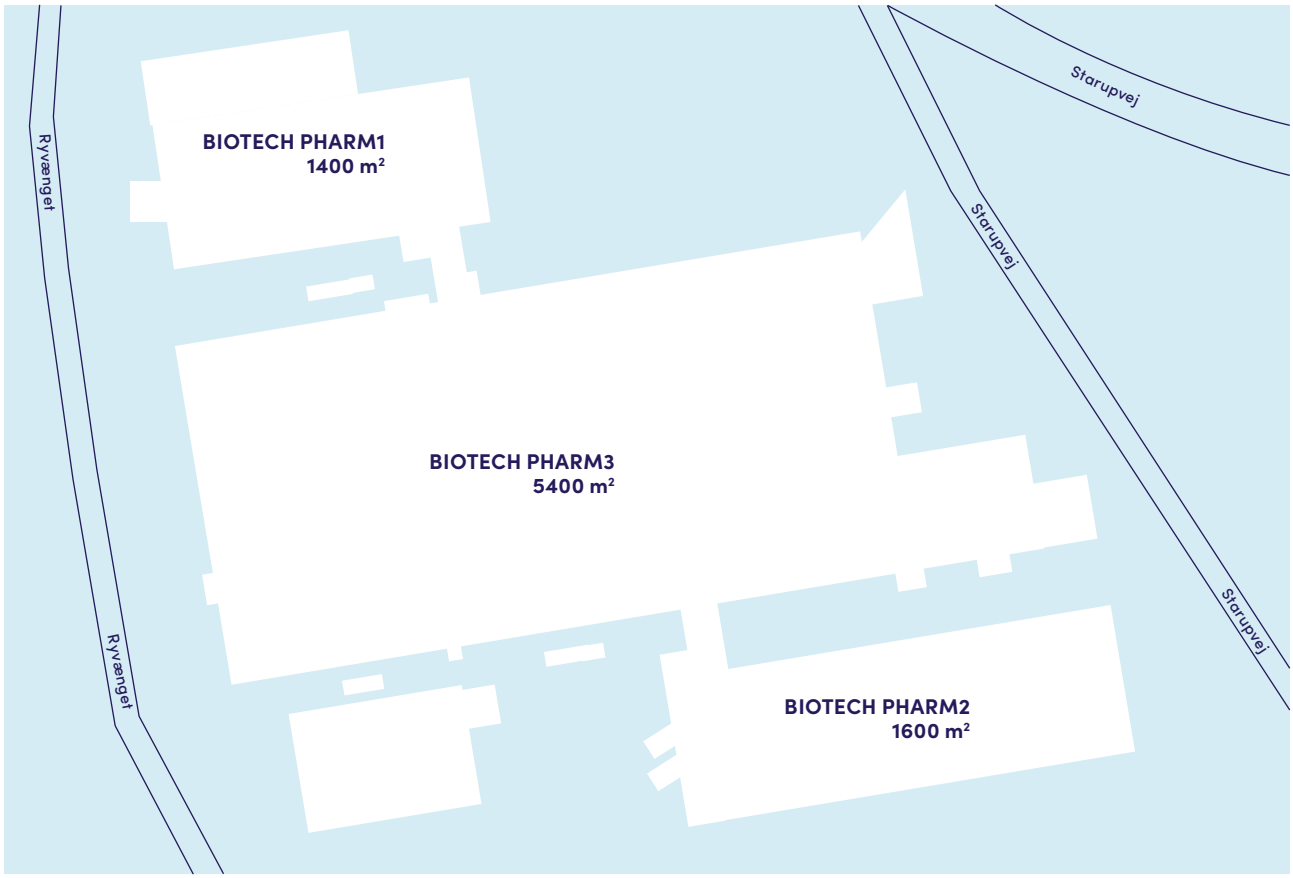
YEAR:	2018	2019	2020	2021	2022
Employees:	1	4	5 - 10	10 - 15	15 – 20

DanCann Pharma's cultivating site, the BIOTECH PHARM1, is currently under establishment and is expected to be ready-to-operate in beginning of 2021. The BIOTECH PHARM1 will be the main production site for the Company's Cannabis Bulk product and is to be approved and obtained in the Pilot Programme by the DMA before the end of 2021. When operation-al, the production facility will be among the most advanced and efficient in the world of pharmaceutical cannabis cultivation.

DanCann Pharma's second production side, BIOTECH PHARM2 where the Cannabis Bulk is to be transformed into various patient-friendly products (Cannabis Primary Products and Cannabis Intermediate Products), is expected to be operational before the end of 2021. The first imported cannabis product (Cannabis Primary Product) from DanCann Pharma is expected to be available for prescription in Q1-Q2 2021.

Milestones achieved (2018 – 2020)

2018		
April	✓	DanCann Pharma applies for license for cultivation and handling of medical cannabis at the DMA
June	✓	DanCann Pharma is licensed for handling and cultivating of medical cannabis through the Development Scheme
November	✓	COO (Morten Martinsen) joins DanCann Pharma
2019		
January	✓	The first round of staff recruited (QA-team) Preliminary scope and risk assessment begin
2020		
April	✓	Completed Private Placement and raised approx. 23.9 MDKK to a pre-valuation of the Company of 31.5 MDKK
	✓	CFO (Mads Møller Kristensen) joins DanCann Pharma
	✓	First 3 members appointed and joins the Board of Directors
	✓	Rental agreement is signed regarding production premises and premises for handling and distribution of medical cannabis with a purchase option
	✓	Initially for BIOTECH PHARM1, with the option of scaling it to BIO-TECH PHARM2 and BIOTECH PHARM3 Conceptual design and pre-construction, strategic partnership with consulting engineering company
June	✓	Strategic partnership agreement (LOI) with AEssenseGrows
July	✓	LOI signed with MediPharm Labs Australia Pty Ltd, investigating opportunities for imports of cannabis intermediate products for the Pilot Programme (the Danish market)
	✓	Jeppe Krog Rasmussen, Founder & CEO, elected as a board member and joins the Board of Directors
	✓	DanCann Pharma signs agreement regarding eQMS compliance software, based on Veeva's world-class pharma and CPG eQMS
	✓	Tender process complete for BIOTECH PHARM1
	✓	Refurbishment and pre-construction of BIOTECH PHARM1 is complete
August	✓	Commence of construction at BIOTECH PHARM1
	✓	LOI signed with Copenhagen University, supporting research together with Novo Nordisk Fonden, regarding beneficial bacteria for sustainable approaches to plant health, bio-protection against pathogens and cannabinoid profile optimization and expression
September	✓	Supply Agreement signed with MediPharm Labs Australia Pty Ltd, regarding import of new products for the Pilot Programme (the Danish market)
	✓	John Morell Frellsen joins as a consultant in the role as Chief Commercial Officer (CCO)
	✓	Completion of screening and selection process for exclusive BIOTECH PHARM1 Genetics



6.2.3.2 DanCann Pharma's production facilities:

BIOTECH PHARM1, BIOTECH PHARM2 and BIOTECH PHARM3

DanCann Pharma has access to three facilities located side by side (see overview below), which are intended to become operational over the next years. These give the Company excellent expansion opportunities and optimal logistic workflow. DanCann Pharma has as well further opportunities for scaling the production potential on surrounding land. The Company is currently located in BIOTECH PHARM1.

DanCann Pharma has signed an agreement for its production facilities in Jutland, Denmark, and in the fourth quarter of 2020, the Company intends to extend and begin the development of its own intermediate manufacturing of cannabinoid-based pharmaceuticals by the establishment of the next facility, BIOTECH PHARM2.

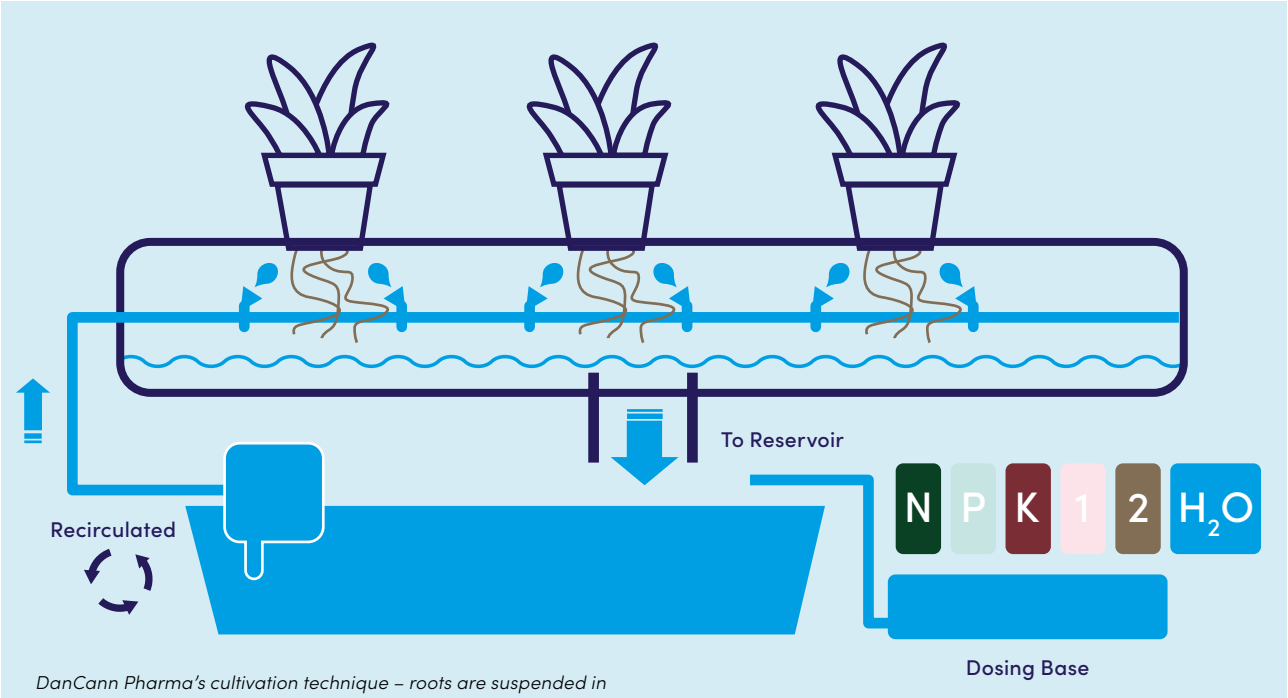
BIOTECH PHARM3 is expected to be launched in the future. The facility includes capacity for several grow rooms and will be built on the same concept as BIOTECH PHARM1 where proof of concept will be proven by that time, and therefore this concept can be scaled up by the copy paste principle. The approval process by the DMA is expected to be smoother as proof-of-concept has already been established in the BIOTECH PHARM1. At the moment there is no plan for when in time BIOTECH PHARM3 will be operational.

BIOTECH PHARM1 (2020)

BIOTECH PHARM1 aims to supply the Company with its raw materials in the form of Cannabis Bulk.

The DMA attaches great importance to adhering to quality standards and regulatory requirements for growing pharmaceutical cannabis without the use of pesticides, and therefore DanCann Pharma has carefully evaluated various cultivation options. It is DanCann Pharma's own assessment that cannabis cultivation under greenhouse conditions will struggle and might even fail to meet the strict requirements for hygiene, quality, uniformity and strength and no use of pesticides. Large scale greenhouse operations in general are not an optimal go-to approach for producing high quality medicines and pharmaceuticals. The footprint of the facility or the amount of square footage you have is not the essential - it is the quality of your product that matters and efficiency per square feet - and it is not easily obtainable in a large-scale greenhouse facility. That is why the Company has committed to produce indoors in a sealed environment in BIOTECH PHARM1.

So by constructing BIOTECH PHARM1, DanCann Pharma has been decided to further develop the indoor production facilities for a factory developed with vertical aeroponics systems – a cultivation technique developed by NASA – in closed and hygienic climate-controlled premises for soil-free (no contaminants) and pesticide-free cultivation for production of pharmaceutical cannabis- and cannabinoids. Through an easy intuitive interface, it is possible to control and monitor all elements during production. The Company can handle and regulate crucial conditions during the cultivation period, such as temperature, humidity, light, watering, and other factors, all of which can affect quality, uniformity, and strength. The infrastructure of the cultivation and production in the closed climate-controlled systems also give the Company better opportunities to control and



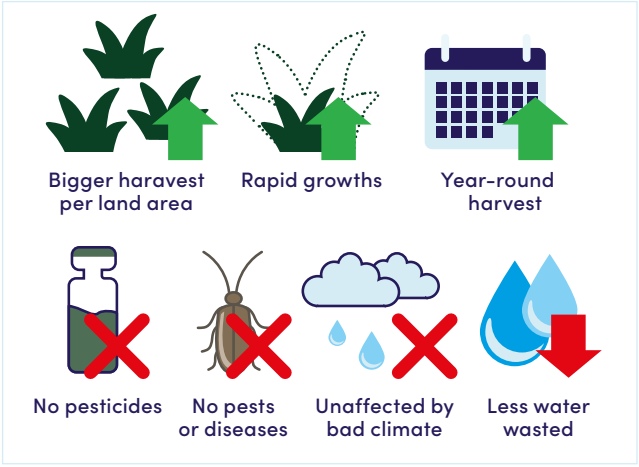
DanCann Pharma's cultivation technique – roots are suspended in mid-air and are fertigated through a misting of the rooting chamber. All non-used water is recaptured and recirculated. All processes are controlled automatically and logged.

log access to the cannabis plants, which must only be handled by authorized personnel.

It is the Company's opinion that this method provides the best quality, uniformity, and productivity versus any other production method. The intention is to establish a facility where standard, uniform and consistent products can be cultivated without the use of pesticides, so that the content of the active ingredients is the same for each harvest and processing process.

In addition, since the Company cultivates in multiple layers (vertical farming)[2], increasing efficiency and yield by up-to more than 200% compared to the industry standard single layer, bench type cultivation. Furthermore, the Company achieves an estimated approx. 50-100% better and faster harvest per m2 as well as 6 annual cycles per cultivation room. The production process is environmentally friendly and comes with serval reductions compared to the industry standard; water (90%), nutrients (70%), no soil or waste (100%), no pesticides (100%) and labor (70%), as the systems are highly automatic and autonomous.

The industry, in general, is very energy intensive. Plants require a lot of light and water, and it will come with a cost - both for businesses and for the environment, unless these parameters are envisaged in the plans. It is the Company's goal to be a role model, thereby showing CSR and business together to move into a higher unit, as the Company also shares the outside world and customers' growing concern for the health of our environment, and the Company has a commitment to provide environmentally friendly products as widely as possible. Therefore, it is a clear goal for DanCann Pharma to remain and improve its environmental profile by the forces of nature. The Company works towards becoming self-sufficient, including water, power, light, and heat supply.



The production keeps itself updated with automated software to operate at peak performance. Sensor-controlled dynamic dosing maintains the growth recipe at precise, non-interfering levels, reducing required work in the cultivation process, as well as human error.

With indoor cultivation, the risks of changing outside weather conditions and risks of insects and diseases are completely mitigated. The rooms are completely automated in terms of irrigation and microclimate control and ensures compliance and reduced labor need. By this, DanCann Pharma can provide consistent, pharmaceutical-grade cannabis with uniform content – something the market has been missing so far, due to the supply and compliance insecurities by producing in a greenhouse. DanCann Pharma, being a producer of pharmaceuticals, is obligated to ensure that patients have access to their medication at all times.

These next-tier structures help realize the full potential of seed genetics, using data, AI, and machine learning to bolster efficiencies, save resources, and reduce the cost of growing crops vertically.

[2] *https://www.aessensegrows.com/en/guardian-system*

Aeroponic cultivation provides ultra clean production environment with no soil or growing medium, with optimal growing environment.

LED lighting enables cultivation in multiple layers for unmatched efficiency and floorspace utilization.

BIOTECH PHARM2 (2021)

DanCann Pharma aims to establish a facility for manufacturing and production of Intermediate Products and cannabinoid-based pharmaceuticals – namely the BIOTECH PHARM2.

DanCann Pharma intends to develop its own fully EU-GMP in-house production lines at its nearly 1 600 m^2 facility - where the active ingredients will be formulated for pharmaceuticals in several different dosing technologies - with the result of various, patient-friendly products including, but not limited to, capsules, pills and oils using advanced technology and processing equipment. The BIOTECH PHARM2 Is planned to be ready-to-operate in 2021 and approved by the DMA during 2022.

The facility will mainly work with pharmaceuticals (RX-pharmaceuticals) - but the Company is also looking at options concerning OTC-medicines / -pharmaceuticals (supplements) - cf. THC limit border tolerance legislation (<0.2% THC, non-euphoric).

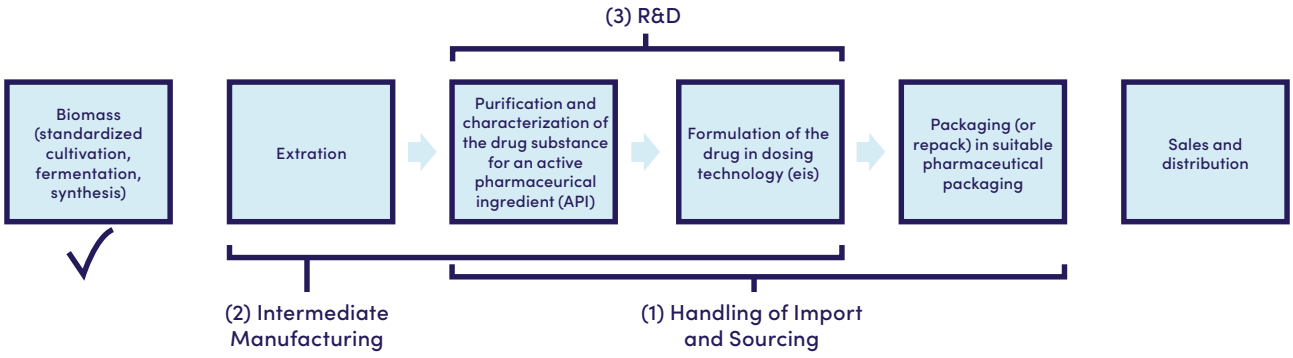
The facility will have several activities, including (the scope):

(1) HANDLING OF IMPORT AND SOURCING (PACKAGE)

(2) INTERMEDIATE MANUFACTURING

(3) RESEARCH AND DEVELOPMENT (R&D)

OVERVIEW OF THE VALUE CHAIN IN DANCANN PHARMA WHICH BIOTECH PHARM2 HANDLES



BIOTECH PHARM2 will handle all activities from the output of BIOTECH PHARM1 and BIOTECH PHARM3, which is the dried flower / biomass - until the finished pharmaceuticals are packed in pharmaceutical packaging.

Handling of Import and Sourcing (package)

The department for Handling of Import and Sourcing aims to source and import (world-wide) cannabis- and cannabinoid pharmaceuticals (Cannabis Primary Products) for distribution in the Scandinavian and potentially European market - where quality assurance is essential (European standards, EU-GMP) – all with an eye for differentiation.

DanCann Pharma is already working intensively on this and wants to invest further in its imports for a wide portfolio of imported Cannabis Primary Products (oils, gel capsules in various forms, tablets in various forms) in different dosages (formulation and strength ratio) and digestibility (fast or slow dissolving) from partnerships around the world, where the Company currently is in contact with exciting prospective partners from Australia, Canada and Israel.

The Company has a goal to have a broad product portfolio of imported Cannabis Primare Products by the end of 2021:

- 1-3 Supply / Import Agreements for Cannabis Primary Products
- 3-6 different product types (with different dosages and variations (strength / content))

The department for Handling of Import and Sourcing will also handle sourcing of biomass, APIs, etc., including substances that could potentially become a part of the Company's future formulations (not necessarily cannabis- or cannabinoids) that the Company does not have in-house.

Intermediate manufacturing

The facility will form the basis for a flexible matrix in which the Company will work on new and existing methods for production and manufacturing of new preparations with strategic partnerships for the development of drugs based on cannabis and cannabinoids.

The department for Intermediate Manufacturing has expertise in extraction and up the value chain - with the main goal of manufacturing of formulations based on in-house production (refining) of the Company's own APIs or sales such as APIs or white label. The scope of the Intermediate manufacturing:

- Purification of cannabis- and cannabinoids that enables production of APIs (Active Pharmaceutical Ingredients)
- Finished dosage form development – based on new and existing methods
- Processes that will allow the Company to develop industrialscale cannabis- and cannabinoid-based pharmaceuticals

DanCann Pharma looks closely at solutions and developments around capsule and tablet-based pharmaceuticals - and the associated fast (instant) or slow dissolving.

This must be based on the facilitation and investment in strategic partnerships to create opportunities for existing drug management technologies to administer cannabinoid-based pharmaceuticals.

DanCann Pharma is in dialog with potential partners where the overall themes are: oral / intra-oral and topical (lipid) technologies - including pharmaceuticals such as: oil suspensions, tinctures, soft gelatin capsules, sublingual tablets, mouth spray, etc.

In connection with BIOTECH PHARM2, the Company also aims to be an CDMO in the pharmaceutical cannabis- and cannabinoid industry and offering services to - and interacting with - the R&D environment, clinical trial programs and other unique IPR license holders.

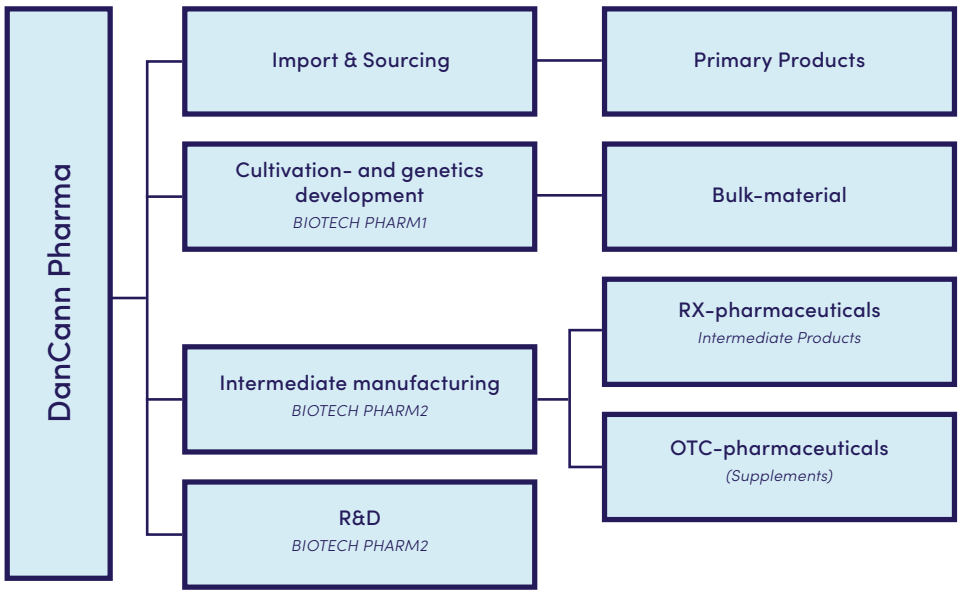
Research and Development (R&D)

The department for Research and Development will build the foundation for future research into new cannabinoids as well as new ways to administer the cannabinoids.

The department for Research and Development's purpose is to facilitate trials through strategic partnerships on the development of new products with regard to clinical research (active substances and digestibility) and to develop and improve the use of pre-existing products in combination with cannabinoids.

The department for Research and Development hereby aims to form the basis for effective and safe products that meet the needs of patients, which will ensure DanCann Pharma's future diversification.

With the result in the following company structure and focus areas for the Company's future operations.



6.2.4 Principal markets, Denmark

6.2.4.1 Market overview, Denmark

Pain patients in Denmark

In Denmark, approximately 850 000 people suffer from chronic pain constantly or episodically. Examples of conditions are osteoarthritis and osteoporosis, but patients with MS (Multiple Sclerosis) and pain and nausea from chemotherapy can also count in this category.

The pain can be attributed to an infection or illness, and the symptoms can occur such as headaches, joint pain, back pain, and muscle pain. Chronic pain is resistant to treatment or lacks a (known) treatment. A spinal cord injury means that the neural connections between the brain and the body are completely or partially damaged, which can give rise to a situation where function and / or that feeling disappears. Medical cannabis has been shown to have a positive impact on these symptoms.

Among the 850 000 patients in Denmark suffering from chronic pain[3] (e.g. osteoarthritis and osteoporosis), there are at present approx. 485 000 patients being treated with strong opioids[4] (i.e. fentanyl, morphine and oxycodone). Medical cannabis can be used as a supplement - to reduce the use of strong opioids - to give patients a better quality of life as these strong opioids are very addictive and have strong negative side effects[5].

Statistics on pre-existing products (non-cannabis) sold as Rx-pharmaceuticals through the pharmacies in Denmark (patient groups covered by the Pilot Programme)

Statistics on pre-existing products (non-cannabis) sold Rx-pharmaceuticals through the pharmacies in Denmark (patient groups covered by the Pilot Programme) (2018 numbers):

PHARMACEUTICAL GROUP	REVENUE* AIP[6]
Cancer agents and for the immune system	67
Muscles, joints, and bones	222
The nervous system	1682

**DKK millions*

In 2018, the pharmacies dispensed pharmaceuticals for approx. DKK 7.6 billion calculated in the pharmacy's purchase prices[7].

Pharmaceuticals for the nervous system were the most widely traded Rx-pharmaceutical group. With revenue of DKK 1.7 billion, it accounted for 22.15 per cent of pharmacies' total Rx-pharmaceutical sales. The second most-traded group was pharmaceuticals for digestion and metabolism – including diabetes – which, with a turnover of DKK 1.3 billion, accounted for 18.9 per cent of revenue measured in DKK.

In relation to patient groups associated with the Pilot Programme, these together represent a market value of approx. DKK 2 billion, based on Rx-pharmaceuticals delivered in Denmark.

6.2.4.2 Medical cannabis in Denmark

The Danish market for medical cannabis is largely aimed at pain patients. It remains a small market and has been far from being able to realize its real potential - due to the still very narrow and expensive product portfolio.

Medical cannabis in Denmark has for now reached approx. 5100 patients with approx. 21000 prescriptions according to the reports for 2018 and 2019[8] , which has been covered by:

- The Pilot Programme,
- The magistrate scheme,
- Approved medicine containing cannabis, and
- Medical cannabis medicine on a delivery permit.

The different programmes /schemes are explained in section 6.2.1.2 above. During 2018 and 2019, the Pilot Programme has covered approx. 2 400 patients with approx. 8 200 pre-scriptions[9].

The Pilot Programme has support from the politicians and the DMA, which does not see any dangers or concerns in the use of medical cannabis based on the first year of reports.

[3] *SmerteSagen (interest group)*
[4] *https://www.sciencedirect.com/science/article/abs/pii/S1526590016005678*
[5] *https://www.tandfonline.com/doi/abs/10.1080/02791072.2012.684624*
[6] *AIP = Apotekets Indkøbspris (Pharmacy purchase price)*
[7] *Danish Medicines Information (DLI) and calculations of The Association of Danish Pharmacies*
[8] *https://www.esundhed.dk/Emner/Laegemidler/Medicinsk-Cannabis*
[9] *https://www.esundhed.dk/Emner/Laegemidler/Medicinsk-Cannabis*

Overall statistics for medical cannabis in Denmark

Medical cannabis in Denmark (bullet points for 2018 and 2019):

- Approx. 83 MDKK have been traded in the medical cannabis sector (about 53 MDKK in reimbursement) in 2018 and 2019
- The typical patient is over 42 years (42 - 64+ years)
- Significantly more prescriptions are printed for women than men
- The Capital Region (Copenhagen) has the highest amount of prescriptions of medical cannabis
- The most prominent patient group is people with neuropathic pain

For more statistics for medical cannabis in Denmark[10], see: https://www.esundhed.dk/Emner/Laegemidler/Medicinsk-Cannabis

6.2.4.3 Market Overview, Denmark, The Pilot Programme

The Pilot Programme, Patients

The DMA has prepared a guide for use by Physicians when assessing the prescription of medical cannabis. Due to the limited knowledge of the individual products covered by the Pilot Programme, the guidance was written based on the general knowledge available on the effect of THC and CBD.

Physicians have free prescribing rights, which means, in principle, that all Physicians are free to prescribe the products covered by the Pilot Programme to all their patients if they can see the possibilities with these kinds of products.

Neither the law nor the guidance for the Pilot Programme prevent Physicians from prescribing medical cannabis to patients suffering from diseases other than those mentioned in the guide.

The indications (patient groups) have been selected by the DMA having read and evaluated the relevant scientific studies made worldwide to investigate the effect of medical cannabis. The specific products in the Pilot Programme have not necessarily been investigated, and the possible side effects in the short and long term are also not adequately mapped, which both the physician and the patient must be aware of and understand.

The relevant indications are:

- Painful spasms due to multiple sclerosis
- Painful spasms due to spinal cord injury
- Nausea after chemotherapy
- Neuropathic pain, which is pain due to brain, spinal cord, or nerves

Physicians must, as always, exercise carefully and with conscientiousness in their work. This includes, among other things, that Physicians must base their decision on treatment on whether there is scientific evidence for the treatment and on their experience with the individual patient and the patient's wishes. Treatment with medical cannabis should only be attempted if the patient has tested relevant approved medication without satisfactory results.[11] No Physician has a duty to prescribe medical cannabis.

Reimbursement of medicinal cannabis of the Pilot Programme effective as of 1 January 2019

On January 1 2019, a special reimbursement scheme for medical cannabis was introduced under the 4-year medical cannabis Pilot Programme in Denmark.[12] Citizens who have a terminal permit receive 100% in reimbursement. Other citizens receive 50% of the reimbursement for an annual consumption of medical cannabis that does not exceed DKK 20 000.

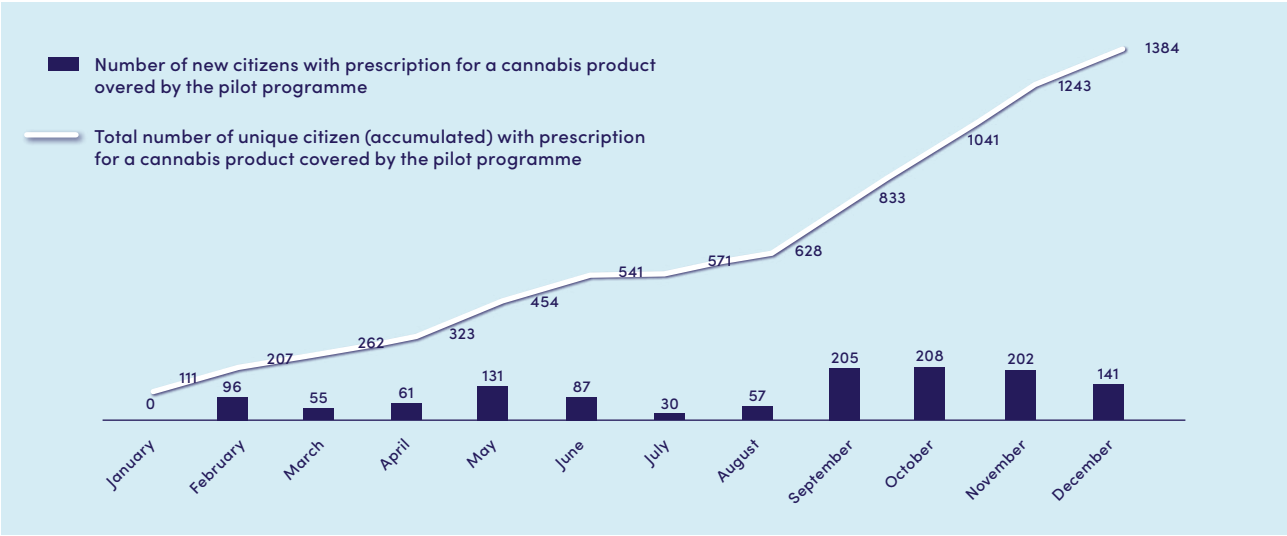
The specific reimbursement limits and percentages are shown in the table below:

TOTAL EXPENDITURE PER REIMBURSEMENT PERIOD (12 MONTHS)	REIMBURSEMENT RATE	PATIENTS CO-PAYMENT
DKK 0 – 20 000	50 %	Up to DKK 10 000
DKK 20 000	0 %	Full price of the product
For terminally ill patients	100 %	No co-payment

Historical data (patient statistics) from the Pilot Programme

Statistics for the Pilot Programme in Denmark the first year *(2018)*

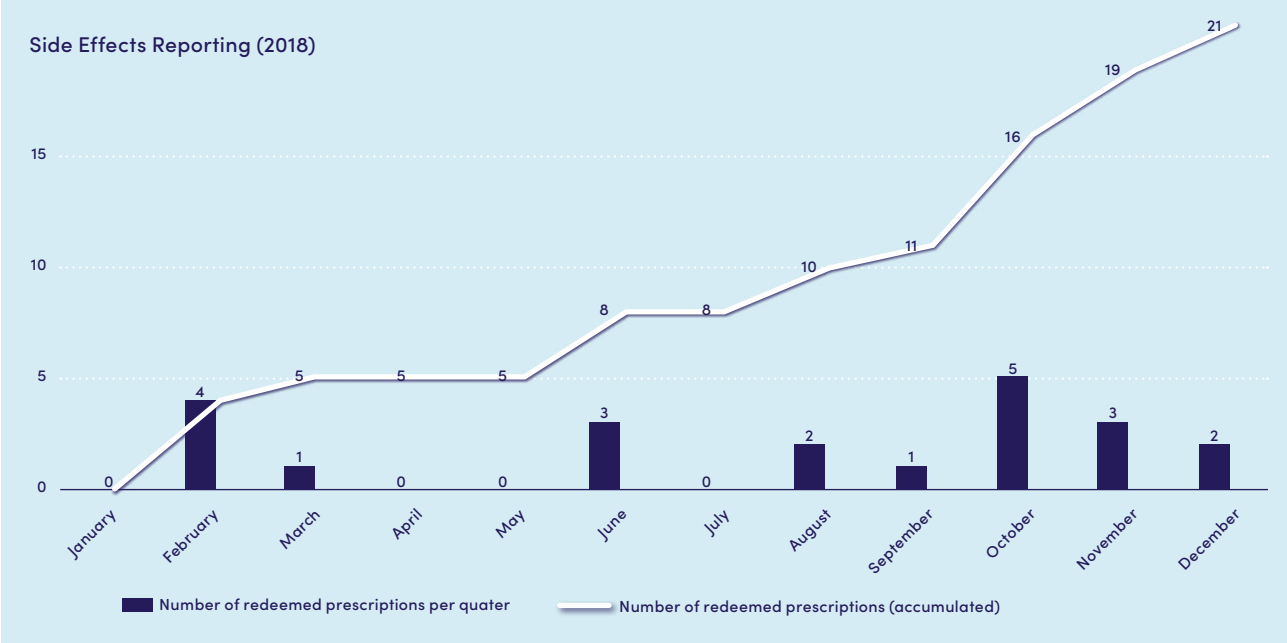
Prescriptions: Nearly 1 400 patients received medical cannabis in the first year of the program (2018).



[10] *Lægemiddelstatistikregisteret og Yderregisteret*
[11] *https://laegemiddelstyrelsen.dk/en/special/medicinal-cannabis/healthcare-professionals/guidelines-for-doctors/*
[12] *https://laegemiddelstyrelsen.dk/en/special/medicinal-cannabis/citizens/reimbursement-of-medicinal-cannabis-of-the-pilot-programme-effective-as-of-1-january-2019/*

The Ministry of Health had expected about 500 patients to accept the offer of medical cannabis in 2018, but almost three times as many patients agreed to be treated with medical cannabis during the year (2018).

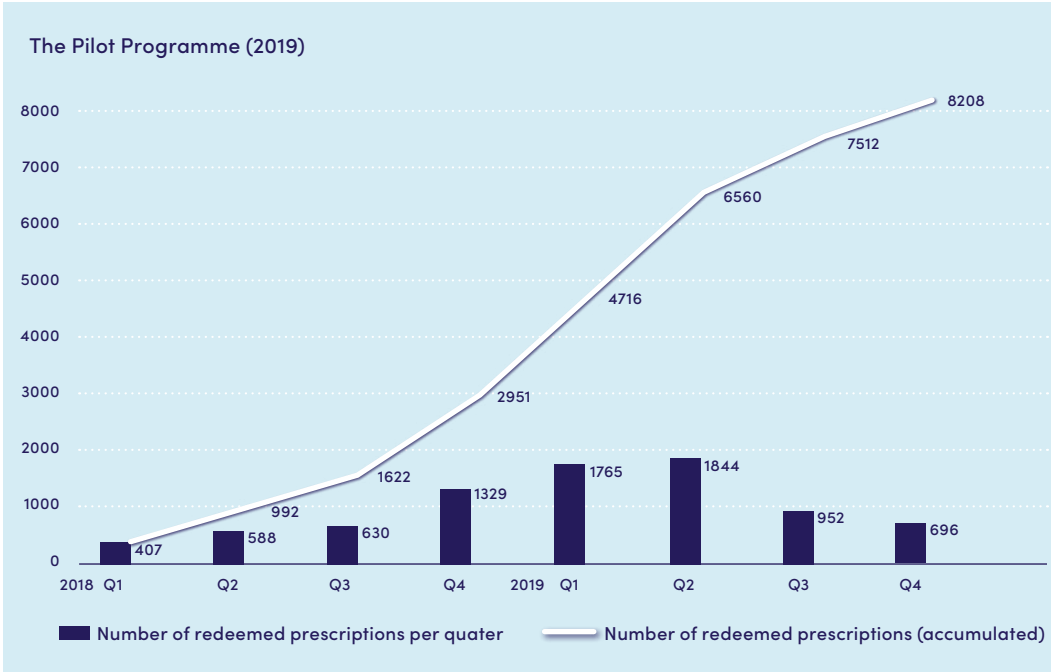
The last four months of 2018 alone accounted for more than half of the medical cannabis prescribing - which showed a growing interest in medical cannabis[13].



In 2018, 21 side effects were reported out of 2951 prescriptions (1384 unique patients) on cannabis products covered by the Pilot Programme and its associated patient groups in Denmark.[14] The vast majority (76%) were non-serious, according to the DMA's report on suspected side effects of medical cannabis under the Pilot Programme.

The report also showed that patients with neuropathic pain are the most prescribed patients for medical cannabis.
The reports given are mainly about nausea, dizziness, and dry mouth. The only two reports that have been about serious side effects have in both cases been where the patient has over-dosed.

The DMA's conclusion on the reports for 2018:
"Based on adverse reaction reports received during the period from January 1 to December 31, 2018, the Danish Medicines Agency has not identified any signs of safety problems with the cannabis products covered by the Pilot Programme. The reports of suspected adverse effects on cannabis products have also not given the Danish Medicines Agency the reason to initiate risk minimization measures during the period."



The Pilot Programme reached its highest peak back in Q2 2019 where 1 844 new prescriptions were redeemed. The Pilot Programme showed good rates and progression throughout the 1st and 2nd quarter of 2019; however, a reduction is seen in the 3rd and 4th quarter due to limited products being available for patients. (grey = number of prescriptions per quarter, black= accumulated number of prescriptions).

[13]*The National Board of Health, the Danish Medicines Statistics Register*

[14]*The National Board of Health, the Danish Medicines Statistics Register*

In general, the Pilot Programme still has unresolved potential. Less growth in prescriptions indicates overpriced products in the Pilot Programme. This clearly illustrates the lack of a broader product portfolio in the Pilot Programme to make the scheme more attractive and accessible for patients.

Side Effects Reporting (2019)

In 2019, the DMA received a total of 66 reports of suspected effects / reactions regarding cannabis end-products covered by the Pilot Programme. 59 of these reports do not relate to suspected serious reactions. 7 reports relate to suspected serious side effects. In comparison, the DMA received a total of 21 reports of suspected effects related to cannabis end products covered by the Pilot Programme in 2018. Thus, the number of reports has more than tripled in the period 1 January to 31 December 2019 compared with the same period the year before.

This can be explained by the consumption, which was also significantly higher in 2019 compared to the consumption in 2018. In general, the development in the number of reported side effects of cannabis end-products follows the trend in the consumption. Overall, relatively few reports have been received in relation to the total consumption of cannabis end products in 2019.

The majority of reported suspected reactions are known side effects, which are described in the SPCs for pharmaceutical products containing medicinal cannabis. The DMA estimates that there is a possible correlation between the Cannabis End-Product and the reported side effects.

For the remaining reported reactions, which are not described in the SPCs for medicinal products containing medicinal cannabis, there are side effects that are assessed with a possible causal link to a cannabis end-product and some where it is considered less likely that is a causal link. For several of the serious cases that have led to hospitalization of patients - patients have taken far higher doses than recommended in the product sheet or by the Physician.

Based on all reaction reports received in 2019, the DMA has not identified any signs of safety problems with Cannabis End-Products. The reports on suspected adverse effects of cannabis end-products in 2019 did not prompt the DMA to take risk-reducing measures during the period[16].

Report from Danish Patient Associations – insight into the statistics behind the dark figures

The report is based on a study conducted in collaboration between seven patient associations: The Danish Epilepsy Association, The Danish Fibromyalgia Association, The Danish Rheumatism Association, The Danish Cancer Society, The Danish Society of Polio and Accident Victims, The Danish Spinal Cord Injuries Association and The Danish Multiple Sclerosis Society. All seven patient associations have in recent years, among both patients and relatives, experienced increased interest in cannabis as a possible treatment of symptoms such as pain, nausea, spasticity, etc. It has been the impression of the associations that many patients have tested cannabis and that this has often been done on their own and not in collaboration with a Physician.

In the spring of 2019, the seven patient associations initiated a study aimed at mapping patients' attitudes to the use and experience of cannabis as a medicine.

Each patient association collected responses from their patient group. The responses were collected during the period May-September 2019. This report is based on a total of 4 548 responses from people associated with the seven patient associations. The individual questionnaires were based on a common, generic questionnaire with three sections: (1) background questions, (2) attitudes and (3) experiences.

NUMBER OF RESPONDENTS FROM EACH OF THE PARTICIPATING PATIENT ASSOCIATIONS:	
The Danish Epilepsy Association	507*
The Danish Fibromyalgia Association	874
The Danish Rheumatism Association	1 796
The Danish Cancer Society	408
The Danish Society of Polio and Accident Victims	292
The Danish Spinal Cord Injuries Association	208
The Danish Multiple Sclerosis Society	463
Total:	**4 548**

**Another 11 people from the Epilepsy Society answered the questionnaire. However, these individuals were under 18 years and therefore their data is not included in the report.*

The majority of respondents were between 50–69 years and almost 80% were women. The distribution by region was fairly representative of the Danish population according to Statistics Denmark. More than half (55%) of the respondents were on early retirement, were retired or were early retirees and only 21% were working under normal conditions.

The report shows that the respondents were generally positive about cannabis use as a medicine. The majority states that it should only be prescribed by a Physician.

The report shows that a total of 27% of the respondents use or have used cannabis as a medicine. In total, 73% have never used cannabis as a medication. However, 37% have considered it. A total of 1 128 (47%) of respondents who use, have used, or have considered using cannabis as a medicine have at one point talked to a Physician about it.

Among those who use, have used, or have considered using cannabis as a medicine, 53% have not talked to a Physician about it. The most frequent reasons for this are: that Physicians will not prescribe cannabis as a medicine (due to concerns about any side effects), and that the price of cannabis on prescription is too high.

Of the respondents who use or have used cannabis as a medicine, only 21% have been prescribed. However, this does not exclude the fact that they may also have bought cannabis as a medicine in some other way.

The most common reason for not having been prescribed as a medicine is that the Physician in principle would not prescribe it. In addition, approx. one-fifth means that it is too expensive, while 17% want to avoid potential driving bans due to the medical cannabis treatment.

[16] *https://laegemiddelstyrelsen.dk/da/nyheder/2020/ny-rapport-om-indberettede-formodede-bivirkninger-ved-medicinsk-cannabis/~/media/E8FE11D274F148A28167F23CFB9C8522.ashx*

[17] *https://danskepatienter.dk/files/media/Publikationer%20-%20Eksterne/A_Danske%20Patienter%20%28eksterne%29/rapport_cannabis_som_medicin.pdf*

The report shows that the reasons for using cannabis among people who use or have used cannabis as a medicine are typically pain relief as the most frequent cause, while better sleep and being able to relax are the second and third most common cause. 78% of people who use or have used cannabis as a medicine use / use it daily or several times a day.

The report shows that among the people who use or have used cannabis as a medicine, 40% have bought it illegally on the internet, 25% have bought it illegally from a private seller, while 19% indicate having obtained it by legal prescription from a Physician and / or from friends or family that have illegally acquired it.

The report shows that among those who use or have used cannabis as a medicine, 54% have experienced relief from pain, 44% have experienced better sleep, 40% have experienced improved calmness, while 22% have not experienced any positive effect. The report shows that 65% of respondents who use or have used cannabis as a medication have not experienced any negative effects. The most frequently cited negative effect of cannabis as a medicine is a dry mouth, which 10% of the respondents have experienced.

The report also shows how much the respondents believe they can pay for cannabis as a medicine on their own per month. The largest share (33%) has the option of paying between DKK 200 and 399 per month, while only 26% indicates being able to pay more than DKK 600 per month.

Overall, the study indicates that:

- Many patients use cannabis as a medicine and that use has increased significantly in recent years.
- The minority of users are given cannabis as a prescription drug. The result is that many patients buy cannabis in other ways, including from people and companies that sell it illegally.
- Most patients believe that cannabis as a medication should be prescribed by a Physician.
- Many people who have used cannabis as a medicine experience good effects and few side effects. However, there are also some that do not experience any effect.

The primary reasons for not prescribing medical cannabis are:

- Most of the Physicians do not want to prescribe cannabis products by principle, and:
- The price of the products is too high.

The associations behind this study believe that the most important thing for patients is safety and security, and that cannabis as a medicine is of high quality and prescribed by Physicians who can follow effects and side effects. The study shows that many patients experiment on their own and use products that are purchased without a prescription and without any guarantee with respect to quality and content of potentially harmful substances.

Cannabis products used as medicines, but not purchased on prescription, do not meet the quality requirements of prescription products and are illegal to sell as medicines.

Therefore, as a consumer, you cannot be certain:

- that the products contain cannabis at the specified concentrations and the purity required,
- that the products are properly produced, or:
- whether the cannabis used is grown under proper conditions or suitable for medical use.

Therefore, the effect of the products and any side effects may vary from time to time depending on the content of the products.

The purpose of the medical cannabis Pilot Programme is to "give patients a legal opportunity to try medical cannabis treatment if they have not benefited from approved medicine". However, the results of this study indicate that in many cases, the possibility is not present and that this is due to two primary barriers:

- the reluctance of Physicians to prescribe medical cannabis products, and:
- the high price for the consumers of prescribed cannabis products.

Reflection on the report from Danish Patient Associations

The report shows that only approx. 20% of the respondents who use or have used cannabis as a medicine have had it prescribed by a Physician. This despite the fact that 72% of the respondents either agree or strongly agree that cannabis used as a medicine should only be available by prescription from a Physician. At the same time, 47% of people who have talked to a Physician about cannabis as a medicine say that their Physician would not, in principle, prescribe cannabis.

Thus, there is a huge discrepancy between patients' desire for prescription cannabis on the one hand, and Physicians' reluctance to prescribe cannabis on the other hand.

Although the number of Physicians who prescribe cannabis as a medicine has risen steadily over the entire period of the Pilot Programme[18], the reluctance of Physicians to prescribe cannabis as a medicine is still a huge problem that the associations behind this study often hear from frustrated patients and relatives.

A large part of the problem is that the evidence underlying cannabis use as a medication is small (at the moment) compared to the evidence underlying other prescription drugs (conventional pharmaceuticals). **The guide for treating cannabis as a medicine that is available to Physicians is also inadequate at the moment.**

So, on the one hand, Physicians need more evidence – on the other hand, patients need Physicians to prescribe cannabis medicine. Therefore, if medical cannabis should be an option for patients in the Danish healthcare system in the future, it is of the greatest importance that a solution becomes available that

[18] *https://sundhedsdatastyrelsen.dk/da/tal-og-analyser/analyser-og-rapporter/laegemidler/emnespecifikke-analyser/analyser-om-medicinsk-cannabis*

accommodates and involves Physicians as well as patients.

The associations behind this study believe that the Pilot Programme, in its current form, does not generate sufficient new knowledge, and thus does not contribute satisfactorily to increasing evidence in the field. The evaluation and research projects initiated in connection with the Pilot Programme are insufficient to ensure good knowledge of the effects and side effects of using cannabis as a medicine.

Although magistrally manufactured cannabis medicine is not part of the Pilot Programme, there has been a significant increase in the prescription of these products during the Pilot Programme. Today, magistral cannabis medicine is prescribed in almost half of the cases where cannabis medicine is prescribed in Denmark[19]. There would be much knowledge to be gained if a systematic collection of knowledge took place in this area as well.

Therefore, if the Pilot Programme should function optimally in the future, it is important that Physicians are involved as well in how the Pilot Programme can be improved both in terms of prescription and the lack of evidence. The associations behind this study believe that it is of the greatest importance that the Pilot Programme lead to the best possible knowledge for the benefit of the patients - and this is not the case right now.

The study shows that approx. 40% of the respondents can pay a maximum of DKK 399 a month and that only 25% are able to pay more than DKK 600 a month for cannabis as a medicine. At the same time, the responses show that only 21% of the respondents are working under normal conditions.

This is a group that for a variety of reasons - including age and illness - has a lower in-come base than the average population. Even with the current reimbursement of 50%, the cannabis products under the Pilot Programme are expensive, and many potential patients see the price as a reason why they have not sought or used prescription cannabis products.

Therefore, cannabis is often acquired in other ways, for example on the internet, through friends and family members from illegal private sellers. Many patients buy these products as they are significantly cheaper than the prescription cannabis products. However, it is important to make it clear to patients that it is only cannabis products that are purchased on a prescription that are quality assured and legal.

In order for the Pilot Programme to work in practice, it is therefore necessary to look at the reimbursement scheme and make sure that it is financially manageable for the patients. This is especially for patients with a need for chronic treatment and / or a low income.

Conclusion/recommendations from the Report from Danish Patient Associations

The study indicates that patients use cannabis as a medicine and that many of them find it beneficial. However, the products are largely sourced from the illegal and uncontrolled market, and therefore there is no health care supervision. Since the Pilot Programme has been launched to provide an alternative to this market, the following measures are necessary:

- Physicians are involved in - and are open to deal with - how the system can be improved, so that patients have access to treatment where appropriate.
- a systematic gathering of knowledge about cannabis as a medicine will take place in the future when it comes to efficacy as well as possible side effects.
- addressing the challenge caused by the cost of cannabis products to many patients.

It may also be considered whether, in the long term, other patient groups than those currently covered by the Pilot Programme may be included. From the study, we know that other groups such as epilepsy, rheumatism and fibromyalgia patients find benefits from cannabis as a medicine.

Disclaimer to the Report from Danish Patient Associations

There are various methodological challenges that have emerged in this study and may ultimately have an impact on the study's findings. As described, there is a difference in the number of people from the various associations who participated in the study.

The associations have sent the survey widely to their members and recipients of their newsletters. Many of these are not necessarily patients themselves and have therefore not been part of the target group of the study. Therefore, it has not been possible to determine which proportion of the real target group that has answered the questionnaire.

As the study is widely circulated, it is likely that people with an interest in cannabis as a medicine have been more likely to answer the questionnaire. Thus, results relating to patients' general attitude towards cannabis as a medication should be assessed with this caution. However, the respondents show an overweight of patients who have not used cannabis as a medicine (73%) and including 36% who have never considered it. This indicates that it is not exclusively people with an interest in the subject who have chosen to participate in the study.

There is an overrepresentation of women (79%) among the respondents. Across the patient groups, on average, there are more female patients than men, partly because sclerosis, arthritis and fibromyalgia are more likely to affect women. As these patient groups make up a larger proportion of the total respondents in the study, it may help to explain the larger proportion of women in the study.

The result of the lack of access to medical cannabis on prescription

As a result of the lack of access to medical cannabis on prescription from a Phycisian, people at University of Southern Denmark (SDU) and Forskerzonen (The Research Zone) have investigated the market for CBD oils and preparations (so called "dietary supplements") and alarming data have emerged, which shows that the unregulated supply is a lottery for the consumer / patient, where CBD oils sold as dietary supplements and not approved by the DMA are illegal.

As a consumer, you can therefore not be sure that the dietary supplement products you buy are uniform and comply with the legislation on the content of narcotic substances.

[19] *https://sundhedsdatastyrelsen.dk/da/tal-og-analyser/analyser-og-rapporter/laegemidler/emnespecifikke-analyser/analyser-om-medicinsk-cannabis*

Illegal CBD is sold online as oils and dietary supplements

According to the Danish law on narcotics - which the study below focuses on - it is a criminal offense to buy or possess products with a content of THC that exceeds 0.2 per cent (unless it is for medical or scientific use).

Legislation on the use of narcotics allows approved dietary supplements to contain a maximum of 0.2 per cent THC. It is therefore a criminal act to sell any dietary supplements that is not approved, and for customers to buy and possess non approved CDB oil and other dietary supplements with a content of more than 0.2 per cent THC, unless it is for medical or scientific use (cf. the rules in the 'Danish executive order on euphoriant substances'). At the Department of Forensic Chemistry under the Department of Forensic Medicine in Odense (Danish: Retskemisk Afdeling under Retsmedicinsk Institut i Odense), this regularly assistance help the Danish police to analyze various substances.

In the period 2016 – 2019, the Department of Forensic Chemistry received various CBD preparations for analysis for THC, as the police suspected the preparations to have a higher content of THC than the permitted limit value. SDU was able to confirm that suspicion. SDU's analyzes showed that several of the preparations contained up to 1 per cent THC - ie up to 5 times more than allowed.

SDU's study focused exclusively on CBD oils, marked as dietary supplements, as they are the ones most often used to achieve a healing effect. At the Department of Forensic Chemistry, 39 different CBD oils were purchased, spread over 13 different brands from different but quite common online stores in the EU. Most brands were purchased in several different concentrations, for example 3, 5, 10, 20 or 40 per cent CBD. On this basis, SDU was able to investigate whether there was a link between the CBD concentration and the content of THC. Some brands inform about the THC content, others do not, while a third variant is that the label is simply printed 'THC free'.

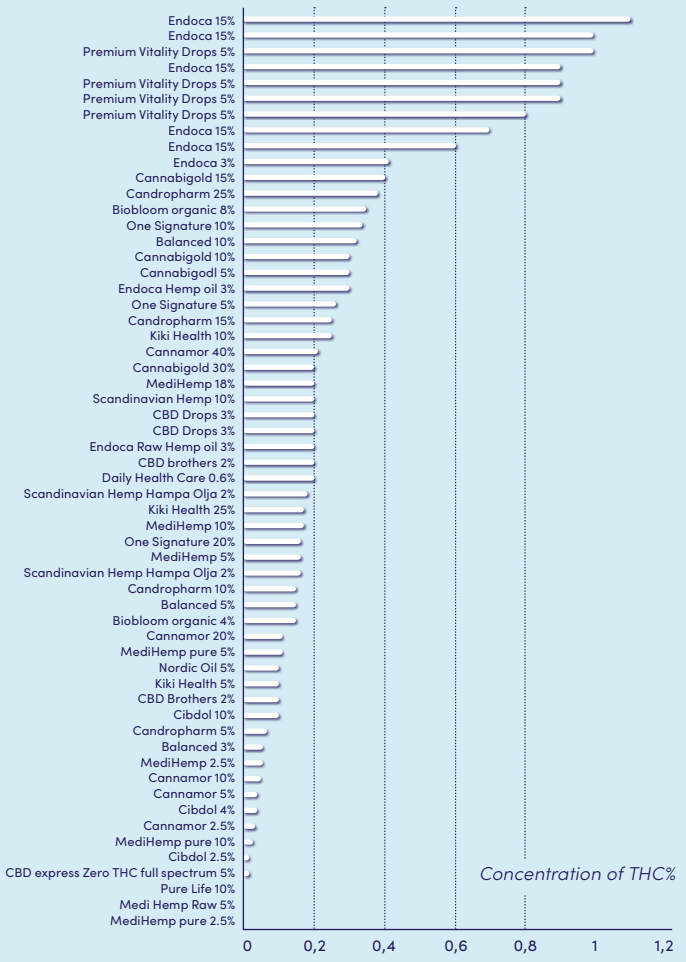
SDU analyzed the oils using the same standard method as they use for analysis of seized drugs containing THC. The method of analysis used is effective and complies with international guidelines for forensic chemical analyzes.

The table above shows that 21 samples, corresponding to as much as 38 per cent of the analyzed CBD oils, contain more than the permitted 0.2 per cent THC. The table also shows that there may be a difference in the concentration of THC in the same product.

Some products are labeled 'THC free'. SDU analyzes show that the products are not completely free of THC. In some of the products 'without THC', the limit value of 0.2 per cent has even been exceeded.

It must therefore be concluded by this study that if you as a consumer or patient want to try CBD oil or CBD dietary supplements on your own body, you must be very careful. SDU's study shows that the acquisition of CBD oil is a pure lottery where you can not be sure whether what you buy is uniform, harmful or illegal.

'THC free' is not free of THC



The real market potential (currently) shows through these "dark figures" (see section regarding "Report from Danish Patient Associations – insight into the statistics behind the dark figures" above) that the patient volume is significantly higher than the actual statistics. In other words, there is a huge potential for selling medical cannabis to Danish patients.

Current data / statistics available (see section 6.2.4.2 regarding "Medical cannabis in Denmark"):

- Medical cannabis in Denmark has for now due to the statistics available reached approx. 5100 patients with approx. 21000 prescriptions according to the reports for 2018 and 2019 from eSundhed.
- The Pilot Programme itself has covered approx. 2400 patients with approx. 8200 prescriptions.

According to the numbers above, if we take into consideration either the patient side in general or only the Pilot Programme, a massive unreleased potential awaits us according to the underreported dark figures from the report from the Patients Associations (see section about "Report from Danish Patient Associations – insight into the statistics behind the dark figures").

In a more mature market, including: access to cheaper treatment, easier access by Physicians and a more advantageous reimbursement scheme, such as reimbursement for general conventional medicine, the market can expect an uptrend of approx. 400 – 500% according to this data.

In Denmark alone, DanCann Pharma has already access to a

Overview of the unresolved market, cf. report from the Danish Patient Associations

According to the latest reports from various patient associations, DanCann Pharma and its management team assume that there is a huge unresolved market potential due to the still high prices, the narrow product portfolio, and the many conflicting Physicians.

fully market value potential of up to 250 MDKK (2019 numbers) in revenue, cf. currently available statistics for sales of medical cannabis (the active substances, section regarding "Overall statistics for medical cannabis in Denmark" above).

In order to meet the market and realize its potential cf. conclusions from the Report from Danish Patient Associations, it is necessary to:

- Secure access to cheaper treatment
- Provide Physicians with tools and learning how to handle this area
- An improved reimbursement scheme (same conditions as conventional medicine)

6.2.5 Principal Markets, Europe

Europe continues being a key region for international cannabis companies trying to scale globally with a market of over 742 million people and total healthcare expenditure of 2.3 TEUR (2300 billion). In 2018, public and private interests have simultaneously begun to recognize the commercial and social value of legal medical cannabis. Both business and government realize that this thriving industry has a future, but it must be based on research. A record level of investment in research and development has seen new facilities opening across Europe. One of the results has been the ever-increasing list of conditions that cannabis can treat. As the list grows, so does the potential patient base. Europeans will expect a standardized and highly regulated product, which will clearly mark the European medical cannabis market as a key target for pharmaceutical companies over the next 5-10 years.

Prohibition Partners estimate that the European medicinal cannabis market could be worth up to €58b once all markets have implemented legislation and enacted an efficient market infrastructure. Prohibition Partners estimate further that this most likely will be enacted by 2022 and developed by 2028. This by a generally high per-capita gross domestic product (GDP) and health-insurance coverage for medical cannabis in several countries already now. These early indicators from leading medical cannabis programs suggest that fulfilling medical cannabis prescriptions will become a basic requirement of any public healthcare policy.

How things evolved in Europe in the past year adds to that optimistic outlook, with sales in Germany and Italy—the two largest markets on the continent – posting double-digit, year-over-year growth in 2019. In 2019, sales of medical cannabis in Europe continued to be centered on Germany. Other countries showed positive signs, advancing with legislation that allowed prescription, but those markets are far from developed. For manufactures of medical cannabis that are able to comply with stringent quality requirements, exporting to Germany continues to be the most obvious option, as the country will depend exclusively on imports until at least the end of 2020 to meet its domestic demand.

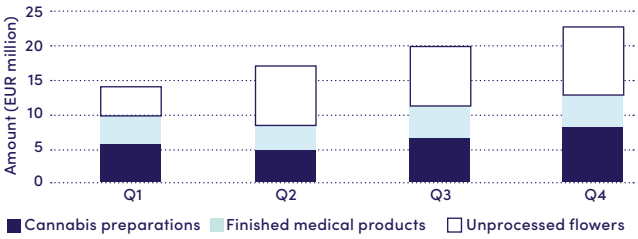
European market (bullet points):

– Based on a lot of patient's schemes
- Small and narrow domestic national cultivation
- Markets that highly depend on imports
- Estimated to be worth around EUR 58 billion by 2028 (Prohibition Partners)

6.2.5.1 Market overview, Germany

In this prospectus, Germany is mentioned as an example of strong development of a good infrastructure for patient handling. Germany was one of the first countries in Europe that made medical cannabis available upon ordinary prescription by any Physician and is recording a rapid increase in the number of patients[20] .

Germany has positioned itself as Europe's market leader by liberalizing its medical cannabis program. Total legal cannabis sales hit 70 MEUR in 2018. By November 2018, an estimated 40 000 patients had prescribed medical cannabis in Germany, according to data published by the German health insurance agency, GKV-Spitzenverband.



Pharmacies in the country processed 185 370 prescriptions during the program (2018). Private prescriptions are not included in GKV-Spitzenverbands report, and there is no central database to keep track of the total sales of medical cannabis.

Approximately two-thirds of reimbursement applications are approved - however, patients can pay out of their own pockets if the insurance reimbursement is rejected.

Moreover, Germany is a particularly attractive market, not only because of its central location in Europe but also because cannabis is allowed to be sold as products that have not been subject to clinical trials, by prescription, which makes market access for cannabis producers quite easy.

Market trends in Germany – 2019 figures

Insurance reimbursements for medical cannabis in Germany reached a new high during Q4 2019, with total reimbursements last year up nearly 70% from 2018, according to new data from the German National Association of Statutory Health Insurance Funds (GKV-Spitzenverband).

The 123 MEUR reimbursed in 2019 represents a 67% jump over the 74 MEUR reimbursed in 2018. German pharmacies processed 267 348 prescriptions under the statutory program in 2019, up 44% from the 185 370 prescriptions they processed the previous year.

A total of 6 719 kilograms (14 813 pounds) of flowers were imported into Germany in 2019, "primarily for pharmacy dispensing," according to government data.

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Production side in Germany

Late in 2019 The BfArM (German Federal Institute for Drugs and Medical Devices) granted permits to cultivate 10.4 metric tons over four years.

[20] *German National Association of Statutory Health Insurance Funds (GKV-Spitzenverband)*

Current imported quantities suggest that the domestic production contracted by the German government – which total 2600 kilograms per year for a period of four years – will not be enough to supply the domestic market once the first harvests become available end 2020 / start 2021 - meaning the country is going to rely on imports for many years to come.

6.2.6 Competition, Denmark

6.2.6.1 Overall perspective

Since December 2017, several companies across the country (DK) have been approved to cultivate and handle medical cannabis in Denmark (the Development Scheme).[21] The projects are checked and approved by the DMA, the Danish Agricultural Agency, and the National Police, which must approve the applicant's personal circumstances.

At first sight, the Danish market looks crowded. From a number of applicants perspective, this is certainly true. But while licensed companies have received one or more licenses from the DMA under the Pilot Programme and Development Scheme and with more expected to be approved, the reality is that to date no one has got any Danish products on the market yet and only a very small number (so far 3 manufacturers) have got products imported into the market.

There is a significant difference between the capabilities, financial strengths and strategy of the contenders. However, competition will emerge, and the market will mature and pro-liferate over the coming years. This is natural and positive.

Three to four digit DKK million amounts has been invested by the cultivation license holders since January 2018 in the Danish medical cannabis Pilot Programme, and at a Cannabis conference in Odense (hosted by Invest in Denmark) in January 2020 it was indicated that a further DKK 2 billion is budgeted in the near future. A significant portion of these investments is said to be backed by large cannabis producers from more mature markets like Canada, and Danish companies with these types of partnerships are clearly aiming for a position as volume leaders in the future in the European market. At the same time, it is unclear how the current size of investments, infrastructure and ongoing production is justified. The big question is if the pre-commercial, large scale investments that we have seen to date will continue or if the path forward for the Danish Medical Cannabis market will be driven by a demand for commercial return on the shorter term.

At time of Prospectus Date, 6 companies have their production site approved into the Pilot Programme to produce Cannabis Intermediate Products and 4 companies for Cannabis Bulk production. The approval process for the product itself is still pending. Thus, locally pro-duced cannabis bulk and intermediate products is not available presently. All Cannabis Intermediate Products on the Danish market are from import origin as of Prospectus Date[22].

When evaluating the competitive situation from a DanCann Pharma perspective, it is necessary to understand where and how each company defines its key focus. Most competitors are solely within the cultivation area that require significant capital investments. Most appear to be focused on bulk production in outdoor greenhouse cultivation facilities using agricultural principles mirroring the hype previously seen in North America.

The Pilot Programme

The Pilot Programme is described in sections 6.2.1.2 and 6.2.4.3. The current products through the Pilot Programme in Denmark:

CANNABIS PRODUCT	PRODUCT SPECIFICATION
The Pilot Programme	Bediol CannGros, herbal tea, 63 + 80 mg/g, pack size 5 g (NO2BG10) Bedrocan CannGros, herbal tea, 220 mg/g, pack size 5 g (NO2BG10) ~~CBD DROPS 'STENOCARE', oral solution <2 + 25 mg/ml, pack size 40 ml (NO2BG10)~~ ~~1: 1 DROPS 'STENOCARE', oral solution 12.5 + 12.5 mg/ml, pack size 40 ml (NO2BG10)~~ ~~THC DROPS 'STENOCARE', oral solution 25+ <2 mg/ml, pack size 40 ml (NO2BG10)~~ Bedica CannGros, herbal tea, 140+ <10 mg/g, pack size 5 g (NO2BG10) Sedamen 'Aurora Nordic Cannabis' (THC / CBD), capsules, 5/<0.2mg, pack size 100 pcs.

AT PRESENT, ALL PRODUCTS ON THE DANISH MARKET ARE IMPORTED

NB. *StenoCare and its products listed above have been quarantined and taken off the market.*

Product pricing and prices of the current products through the Pilot Programme in Denmark [23]

There are still no Danish-produced products on the Danish market. There are currently only two providers through import. One is CannGros, which imports Bedrocan's products from the Netherlands, which consists of dried flower. The other is Aurora Nordic, which import their product, Sedamen, based on capsules, from their parent company in Canada (Aurora Cannabis Inc.).

The prices on the market will likely be lower in the future when more products reach the market.

There are no regulatory restrictions on the pricing of approved products, i.e. the price of Medical Cannabis is determined solely by the supplier (i.e. DanCann Pharma) and other suppliers. However, the price must always be competitive. The price of each Medical Cannabis product will be the same for all pharmacies in Denmark. The DMA informs pharmacies, Physicians, and patients about the current prices on a dedicated website that covers all medicinal products in Denmark (www.medicinpriser.dk).

[21] *https://laegemiddelstyrelsen.dk/da/special/medicinsk-cannabis/virksomheder/udviklingsordningen/*
[22] *https://laegemiddelstyrelsen.dk/da/special/medicinsk-cannabis/virksomheder/forsoegsordningen/*
[23] *https://pro.medicin.dk/Laegemiddelgrupper/grupper/318743*

Bedrocan, CannGros

All Bedrocan products imported by CannGros from the Netherlands have the same price - and consist of 5g dried flower in one package. Example:

PRODUCT DATA	
Cannabis product	Bedrocan "CannGros" △
Product number	686770
Strength	220+<10 mg/g
Package	5 g herbal tea /inh.damp,drog
Active substance	Cannabinoids
Company	CannGros
ATC code	N02BG10
Dose dispensing	no
Dispensing groupe	AP4
Price	
Price per package	105.42 eur.
Price per unit	21.08 eur.
Pharmacy cost price	74.30 eur.

Aurora Nordic

Aurora Nordic has currently imported their product Sedamen from Canada, which they got approved in March 2020 by the DMA. The drug is administered as soft capsules and is high in THC content.

PRODUCT DATA	
Cannabis product	Sedamen, Aurora Nordic Cannabis △
Product number	686777
Strength	5+0.2 mg
Package	100 pcs. capsules, soft
Active substance	Cannabinoids
Company	Aurora
ATC code	N02BG10
Dose dispensing	no
Dispensing groupe	AP4
Price	
Price per package	200.30 eur.
Price per unit	2.00 eur.
Pharmacy cost price	144.64 eur.

Magistral products

Magistral products containing medical cannabis are prepared at a pharmacy for the individual patient on the prescription of a Physician, see section 6.2.1.

The specific magistral products contain dronabinol (THC), cannabidiol (CBD) or dronabinol / cannabidiol (THC / CBD) and are listed below:

CANNABIS PRODUCT	PRODUCT SPECIFICATION
Magistral products	Dronabinol (THC), oral drops, 25 mg/ml, package size 3 ml. This one also exists in 10 ml and 30 ml. (A04AD10) Dronabinol (THC), capsules, 2.5 mg, package size 60 pcs. (A04AD10) Dronabinol /cannabidiol (THC/CBD), capsules, 2.5/5mg, package size 50 pcs. (N02BG10) Dronabinol/cannabidiol (THC/CBD) Oral drops 10 + 25 mg/ml package size 30 ml (N02BG10) Cannabidiol (CBD), oral drops, 10 mg/ml, package size 10 ml. This one also exists in 100 ml. (N03AX24) Cannabidiol (CBD), oral drops, 50 mg/ml, package size 10 ml. This one also exists in 30 ml. (N03AX24) Cannabidiol (CBD), oral drops, 100 mg/ml, package size 30 ml. (N03AX24) Cannabidiol (CBD), oral drops, 300 mg/ml, package size 30 ml. (N03AX24) Cannabidiol (CBD), tablets, 10 mg, package size 50 pcs. (N03AX24) Dronabinol/cannabidiol (THC/CBD) Oral drops 10 + 25 mg/ml package size 30 ml (N02BG10)

A package of 60 Marinol capsules costs approx. DKK 3.500 (March 2018). Magisterially produced dronabinol costs approx. DKK 2.085 (March 2018), also for 60 capsules.

Approved medicines

Medicinal products containing cannabis with marketing authorization, see section 6.2.1. Currently, there are only two products under approved drugs containing cannabis. This is reproduced below:

CANNABIS PRODUCT	PRODUCT SPECIFICATION
Approved medicines	Sativex, oromucosal spray, 27+25 mg/ml, package size 3 x 10 ml (N02BG10) Epidyolex (Epidiolex), oral solution, 100 mg/ml, package size 100 ml oral solution (N03AX24)

SATIVEX PRODUCT DATA	
Medicinal product	Sativex △
Product number	568392
Strength	27+25 mg/ml
Package	3 x 10 ml oromucosal spray, opl.
Active substance	Cannabinoids
Company	GW Pharma (International) B.V.
ATC code	N02BG10
Dose dispensing	no
Dispensing groupe	AP4NB
Price	
Price per package	520.18 eur.
Price per unit	17.34 eur.
Price per defined daily dose	-
Pharmacy cost price	384.00 eur.

EPIDYOLEX PRODUCT DATA	
Medicinal product	Epidyolex △
Product number	400959
Strength	100 mg/ml
Package	100 ml oral solution
Active substance	Cannabidiol
Company	GW Pharma (International) B.V.
ATC code	N03AX24
Dose dispensing	no
Dispensing groupe	NBS
Price	
Price per package	1712.16 eur.
Price per unit	17.12 eur.
Price per defined daily dose	-
Pharmacy cost price	1267.76 eur.

Medicines on delivery permit

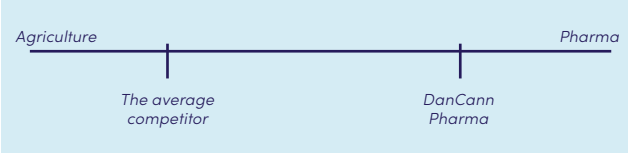
In special cases, medicines containing cannabis that are not marketed in Denmark can be delivered and sold. However, it requires a drug permit from the DMA. Delivery permits are granted only for medicines manufactured by pharmaceutical companies. Reference is made to section 6.2.1. The specific products on delivery permit:

CANNABIS PRODUCT	PRODUCT SPECIFICATION
Medicines on delivery permit	Marinol, capsules, 2.5 mg, 60 pcs. (A04AD10) Nabilone, capsules, 1 mg, 20 pcs. (A04AD11)

6.2.7 DanCann Pharma: Positioning for the Future (Business Strategy)

6.2.7.1 DanCann Pharma's future value proposition (Business Strategy)

DanCann Pharma aims the highest standards of quality and safety with its first-class production facilities and quality management systems by achieving the highest certifications to become a global pharmaceutical brand. Through its strategy, the Company expresses a high priority to the pharma aspect.



6.2.7.2 Strategy

DanCann Pharma's prioritization in terms of markets and patients highly dependent on regulatory development and suitability of products developed. The Company aim to put its targets in the arbitrary order:

Markets:

(1) Denmark – and in general Scandinavia (depending on regulatory conditions). Short term.

(2) Germany, UK, France, Italy, Poland – Europe in general. Middle term.

(3) Abroad (Global). Long term.

Patients:

(1) Pain patients / Pain management (typically THC and CBD treatment). Short - middle term.

(2) Patient groups covered by the Pilot Programme. Short - middle term.

(3) Treatment with unique (novel) cannabinoids for new patient groups. Long term.

DanCann Pharma's target groups within its short / middle term strategy are patients with treatment recommendations recommended by the authorities (DMA), including multiple sclerosis, chronic pain, spinal cord injury, and nausea (vomiting) as a result of chemotherapy treatment of various cancers. Patients undergoing treatment with chronic pain are considered as the main target group.

It is the Company's strategy to take advantage of the fact that in general most large companies within the industry are looking at Germany and more mature markets (major markets) in Europe, where the patient size is the attractive part. Instead, as in its code, DanCann Pharma wants to differentiate itself and think differently - not only when talking about product development - but also when talking about GTM-strategies.

This enables the Company to look for new and different opportunities instead - including the Scandinavian market, which is similar to our domestic market in terms of standards regarding our own regulations – in line with the ongoing legalization of medical cannabis where the Company sees a good opportunity to leave its imprint and a good opportunity to obtain market shares.

The Company intends to follow the developments with respect to this (the regulatory aspects in these markets) and wants to build on the ecosystem that is being established in DK and extend it to the rest of Scandinavia - with the first goal of becoming a market-leading company in Scandinavia as a manufac-

turer and supplier of pharmaceuticals based on cannabis- and cannabinoids.

(First major target for the Company: Scandinavia)

DanCann Pharma must execute its strategy and business through three upcoming phases: Short term, Middle term, and Long term.

Short term (Scandinavian Market - Pain patients / Pain management (typically THC and CBD treatment) and other patient groups covered by the Pilot Programme):

Short term with early entry to the Danish and Scandinavian markets with the Company's market penetration by imports of Cannabis Primary Products from serval strategic partnerships and third parties during 2021 (broad product portfolio; various doses, administrations, etc.).

Middle term (Scandinavian and European market – mainly Pain patients / Pain management (typically THC and CBD treatment)):

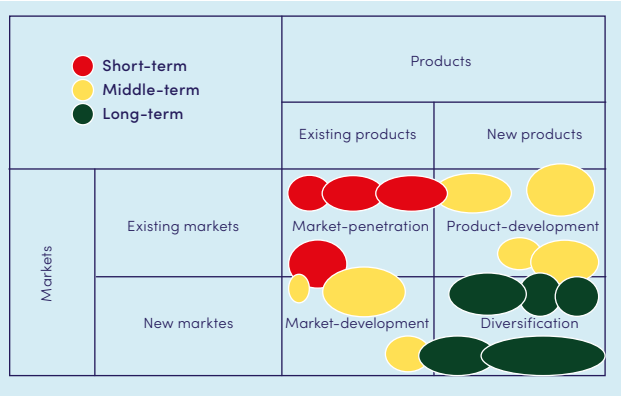
Middle term with the Company's market and product development by the achievement of the Company's approvals for its own products by end-2021 / beginning 2022.

- Indoor Production (cultivation), optimized in productivity and efficiency to provide ultra clean, pharmaceutical grade cannabis bulk (GACP and GMP-facility).
- In-house cannabinoid purification (fully GMP-facility).
- Strategic partnerships create opportunities for existing drug management technologies for administration of cannabinoid-based pharmaceuticals (Rx- and OTC-pharmaceuticals).

Long term (Global market - Treatment with unique (novel) cannabinoids for new patient groups):

Long term by the launch of innovative pharmaceuticals for new patients' groups (treatment with novel cannabinoids) in the future and by this achieve strong diversification in the future. New treatment capabilities with an exclusive product portfolio (IPRs) provide unique market position targeting the Global market.

- R&D-based development completed (through strategic partnerships) for new ways of administering cannabinoid-based pharmaceuticals.
- R&D-based development completed (through strategic partnerships) for new treatment capabilities with various cannabinoids.
- Exclusive product portfolio (e.g. based on the active pharmaceutical ingredient (API).



Future market targets

In collaboration with various research actors in the pharmaceutical- and biotech sector, DanCann Pharma seeks to expand the portfolio and the treatment options with cannabinoid-based pharmaceuticals. By isolation and extraction of rare and novel cannabinoids, not available at the market presently, DanCann Pharma will provide new, alternative treatment options for patients. Numerous pre-clinical studies[24] have indicated that specific rare cannabinoids (such as THCV – a homologue to THC), provides new treatment options for various metabolic diseases such as Diabetes and eating disorders.

More liberalized legislation on medical cannabis

The target group for patients is expected to grow in line with more liberalized legislation of medical cannabis. DanCann Pharma's products will in the first years be targeted at the current patient groups in the Pilot Programme ("relevant indications") until we see a more liberalized system of medical cannabis globally. The products will be based on, respectively, THC (Tetrahydrocannabinol) and CBD (Cannabidiol) in various doses, and in the long-term additional substances / cannabinoids will be introduced into DanCann Pharma's preparations and medications.

The strategy is based on short- and long-term goals for the Company. Brand-awareness through the Company's new aggressive GTM-strategy to meet the many patients' need for quality assured treatment (at an affordable price) as soon as possible - as well as the Company's middle- and long-term targets through the Company's investments in the de-velopment of new pharmaceuticals.

[24] *https://www.ncbi.nlm.nih.gov/pmc/articles/PMC3671751/*

As stated in DanCann Pharma's values, all choices made by the Company are basically rooted in what is the best for the patients. As a Company, DanCann Pharma is here to change lives for patients and their relatives. These actions must be taken in the light of the Company's strong mindset about its sense of quality and innovation.

6.2.7.3 Goals & Objectives (2020 – 2021)

DanCann Pharma's future short / middle term goals are based on the Company covering the complete value chain, including from clone to Intermediate Product.

DanCann Pharma's long-term goals are based on openings of the more liberalized approach to legalizing further cannabinoids medicines on a global scale, including new segments and patient groups.

2020		ESTABLISHMENT OF BIOTECH PHARM1 & IPO
Q4	»	Application for cannabis Intermediate Production through the DMA
	»	IPO, capital raising of between 22.5 and 30 MDKK
	»	Approval for cannabis Intermediate Production through the DMA
	»	Final construction and initial testing of BIOTECH PHARM1
	»	Planning and pre-constructing commence of BIOTECH PHARM2
	»	Import application of Cannabis Primary Products for the Pilot Programme

2021		ESTABLISHMENT OF BIOTECH PHARM2
Q1	»	Start construction of BIOTECH PHARM2 (Intermediate manufacturing)
	»	Completed construction of BIOTECH PHARM1 (ready to operate)
	»	Commence cultivation and genetics stabilization in BIOTECH PHARM1
	»	Approval and sale of imported Cannabis Primary Products for the Pilot Programme
Q2	»	First training harvest commence (BIOTECH PHARM1)
	»	Validation and analysis of first training harvests (BIOTECH PHARM1)
	»	Samples sent to test Extraction, first oil is formulated and tested (BIOTECH PHARM2)
Q3	»	Completed construction of BIOTECH PHARM2 (ready to operate)
	»	First test batch of purified cannabinoids in BIOTECH PHARM 2PHARM2
	»	Inspection of the DMA for BIOTECH PHARM1
		Application for Cannabis Bulk manufacture through the DMA
Q4	»	Approval of BIOTECH PHARM1 by the end of 2021 (Cannabis Bulk)

6.2.7.4 Five reasons why DanCann Pharma can be successful

(1) We exist because of the patients - focused on creating value for patients

DanCann Pharma aims to work with stakeholders to address the needs of patients and relatives, helping them to achieve their goals and to live the lives they way they want. The Company's commitment to value is a promise to bring together the talent, expertise, tools, and scientific know-how required to serve patients in need.

(2) We are pharma-minded - differentiated products using pharmaceutical breakthroughs

While large parts of the industry's approach are focused on agriculture and volume, DanCann Pharma aims to bring the best of the pharmaceutical world to the cannabis- and cannabinoid industry by integrating various technologies across its value chain – and by this achieve an extreme diversified market position with a broad and unique product portfolio.

(3) We are innovative and differentiated deep down our roots

The foundation of the Company is based on its initial activities within the medical cannabis space – cultivation. It represents the origins of the Company and set its roots (the plant, cannabis). The Company's innovation and differentiation starts early from selection of genetics to nursing and tight control over the production process as first important steps in the value chain,- where the Company has specialized in very unique and complex highpotency genetics with a unique monograph on cannabinoid content and where the industry today is based on the most accessible and well-known of its kind (cannabinoids), CBD and THC.

(4) We are fact based – replacing gut feeling with true tech

DanCann Pharma has partnered with several pharma engineering companies to develop a scalable platform that seamlessly permits its cultivation facilities for a consistent quality. The system used is Europe's first kind of a large-scale cannabis version.

DanCann Pharma employs this new platform from AI Data Grow with its hardware and automation software to streamline processes such as control functions and material handling.

By this, DanCann Pharma is able to optimize its carbon footprint by controlling fans, LED-lights and other environmental specifications such as humidity, fertigation, water, nutrition and carbon dioxide to achieve a remarkable per cent-plus energy efficiency rating (EER = Energy Efficiency Ratio)..

Likewise, automation enables the Company to replace ergonomically challenging and labor-intensive jobs with advanced operators with higher skills sets. This creates a lower headcount with higher pay grade and thus addresses a major hurdle in Danish and European agriculture agronomics.

DanCann Pharma and its automation drive future goals to achieve various industry accolades including the Good Manufacturing Practice (GMP) rating, becoming one of a very limited number of EU-GMP-certified producers that can sell to the EU market.

(5) We challenge status quo

While many non-European actors have rushed to the market in order to be "first-mover", all have at the time of approval of this Prospectus failed to get any Danish based products approved. While the majority of these actors has chosen to refurbish old greenhouses, the present situation clearly indicates the challenges of producing uniform products in such an environment. The Danish regulations require uniform quality of the cannabis within + / - 10% and pesticide free cultivation. With limited to no barrier to the outside environment, these regulations will continue to cause major challenges for greenhouse cultivators.

Watching from the sidelines, it became quite clear that trying to make an old greenhouse made for producing crops and greens, compliant with the Danish and European regulations to produce pharmaceuticals, was a real challenge.

Rather than trying to make something existing compliant, DanCann Pharma has chosen to build everything from the ground up and build the compliance and quality directly into the design, with the result of BIOTECH PHARM1.

6.3 Organisational structure

The Issuer is not part of a group. The Issuer operates as an independent company.

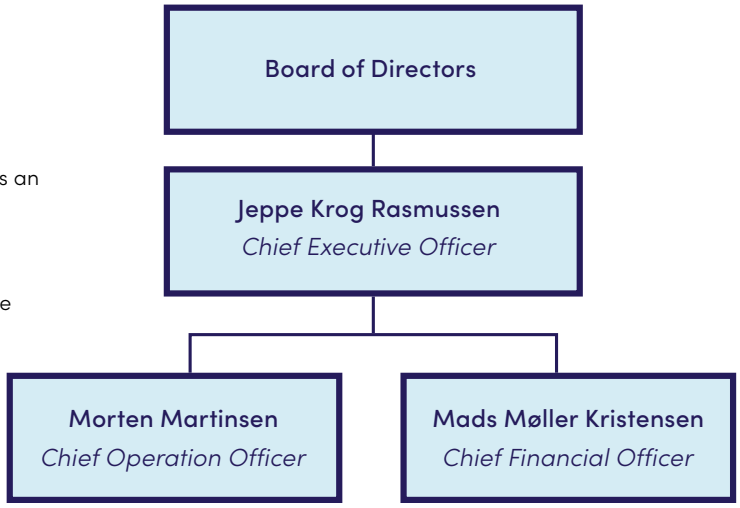
6.4 Investments

The Issuer has not made any material investments since August 2020 not covered else-where in this Prospectus.

6.5 Trend information

The key trends in the medical cannabis market and its structure is described in further details in section 6.2.4 "Principal Markets" to which reference is made.

ORGANISATION CHART



7.
RISK FACTORS

7.1 Introduction

A number of risk factors may adversely affect DanCann Pharma's activities. It is therefore very important to consider the relevant risks together with the growth opportunities for DanCann Pharma.

Other risks are associated with the Shares and Warrants offered and intended for trading on Spotlight Stock Market through this Prospectus.

Risk factors are described below, but without claiming to be exhaustive. For natural reasons, it is not possible to assess all risk factors without a combined evaluation of other information in the Prospectus, along with a general assessment.

Therefore, it is also one of DanCann Pharma's most important tasks to be aware of the market-related and internal operational risks that may occur in the operation of the business. It requires a disciplined and structured approach to risks from the Executive Management.

7.2 Material risks that are specific to DanCann Pharma

Below is a list of risks that are specific to DanCann Pharma, all identied with a risk level (high, moderate or low), and listed from highest risks to lowest risks.

Permission(s) and approval(s) from the DMA

Due to the date of the Prospectus approval, DanCann Pharma does not have all the necessary licenses needed to realize its business.

To be able to promote and sell medical cannabis, permissions must be obtained from the DMA. DanCann Pharma is licensed under the Development Scheme, from which DanCann Pharma can develop its production facilities, procedures and its cultivation and production of medical cannabis. However, in order to import and/or produce medical cannabis to be available for prescription, DanCann Pharma must be licensed under the Pilot Programme (authorisation 1 and/or authorisation 2, see section 6.2.1.2.).

DanCann Pharma intends to obtain both licenses under the Pilot Programme and to develop its business with facilities for manufacturing of medical cannabis. Further, DanCann Pharma's manufactured products must undergo an approval process at the DMA before sales and/or exports can begin. There is a risk that DanCann Pharma will not receive the necessary permits from the DMA (license for Imports, Cannabis Bulk and Intermediate Products) or, if necessary, the Issuer will need to make adjustments to get the approvals. This poses a risk to DanCann Pharma's ability to generate revenue temporarily or permanently.

In the scenario that DanCann Pharma does not receive the necessary permits from the DMA, there is a risk that DanCann Pharma's earnings and financial position will be adversely affected.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Market growth

DanCann Pharma is planning to expand strongly over the coming years, firstly by increasing market shares in the Company's domestic country, and secondly by establishing itself in new countries and regions. There is a risk that the European market growth for medical cannabis in value will not materialise. The medical cannabis growth projection constitutes a significant percentage of the total European spend for medicines. There is a risk that establishments will be delayed, resulting in loss of income.

An establishment in new countries may lead to problems and risks that are difficult to predict. Furthermore, establishments may be delayed and thus lead to a drop in revenue. Rapid growth may also mean that DanCann Pharma makes acquisitions of other companies. Lack of synergies and less successful integration work can adversely affect DanCann Pharma's operations and profit. Rapid growth can lead to problems at the organizational level. It may be difficult to recruit the right staff and difficulties may be encountered with respect to the successful integration of new staff into the organization.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

No historical income

DanCann Pharma was established in 2018 and has not yet had any operations. There is a risk that the Company will not be able to launch any new products or launch products to the extent that the Company intends cf. the risk regarding 'Permission(s) and approval(s) from the DMA' above. The fact that DanCann Pharma has not yet had any operations and no historical income entail that it is difficult to anticipate DanCann Pharma's sales poten-tial in advance. Hence, it is difficult to anticipate DanCann Pharma's future revenue and earnings. Therefore, there is a risk that DanCann Pharma will not reach the level of earnings and revenue that is expected as of the Prospectus Date, in which case the Company might not reach the value that is expected.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Competitors

Some of DanCann Pharma's competitors and potential future competitors are multinational companies with large financial resources. There is a risk that there is widespread investment and product development from one or more competitors, this could result in a deterioration in sales or a deterioration in revenue opportunities for DanCann Pharma, as competitors can develop products that outperform the Company's products and thereby gain market share. In addition, companies with global activities currently operating in nearby areas may decide to establish businesses within DanCann Pharma's business area. There is a risk that increased competition will lead to negative sales and revenue as well as consequences for DanCann Pharma in case competitors develop products with better function and/or better quality.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Prices

Market prices of medical cannabis are expected to fall over time. There is risk that this development will be realized faster than anticipated with decreasing margins as a result. Ultimately, this might effect the Company's revenue negatively.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Ethical Risk

DanCann Pharma runs its business in a new industry. There is a risk that the Company's business and/or the industry in which DanCann Pharma operates may be perceived as controversial. As a result, there is a risk of negative advertising or messages, justified or not, which may affect DanCann Pharma's reputation and finance.

DanCann Pharma assesses the likelihood of the risk occurring as moderate to low.

Objectives and Milestones

There is a risk that DanCann Pharma's goals will not be achieved within the stipulated timeframe and that it will take longer than planned to reach milestones created by DanCann Pharma. This could for instance be due to lack of finance or issues in regard to obtaining the necessary licenses. This might entail that both DanCann Pharma's operations, earnings and value will be adversely affected.

DanCann Pharma assesses the likelihood of the risk occurring as moderate to low.

Change in regulations and the political climate

Change in the political situation and regulations poses a risk for DanCann Pharma. The Pilot Programme and the Development Scheme is on a 4-year trial period and is still to be extended or made permanent. Changes in the political situation and governing party may affect the progress further. In addition, the current regulations and interpretations of the Pilot Programme may be changed and/or be adjusted. There is a risk that this will affect the Issuer's ability to meet regulatory requirements. Therefore, there is a risk that DanCann Pharma, directly or through partners, will need to adjust its business to meet new requirements. Further, if the Pilot Programme and/or the Development Scheme are not extended or made permanent, DanCann Pharma's possibility of continuing/intiating its business will decrease materialy, and there is a material risk that DanCann Pharma's earnings and financial position will be adversely affected.

DanCann Pharma assesses the likelihood of the risk occurring as moderate to low.

Financing and capital needs

DanCann Pharma's future plans carry significant costs for DanCann Pharma. Delaying market breakthroughs in emerging markets could result in lower revenue for DanCann Pharma. There is a risk that a delay in product development will mean that breakeven will be generated later than planned. If DanCann Pharma does not receive at least approx. DKK 22.5 million in the IPO (75% of the subscription) and all alternative financing opportunities fail, there is a risk that DanCann Pharma will have to revise the development plans significantly, which may delay the development of DanCann Pharma's operations.

In the long run, there is a risk that if all financing options fail, DanCann Pharma goes bankrupt. DanCann Pharma may of necessity have the need for additional capital in the future. There is a risk that additional capital cannot be raised. There is also a risk that development may be temporarily halted or that DanCann Pharma will be forced to perform operations at a lower rate than desired, which may lead to delayed or non-commercialization and associated revenue in the Company.

DanCann Pharma assesses the likelihood of the risk occurring as moderate to low.

Partners

DanCann Pharma presently has, and will in the future have, the intention to enter into additional partnerships. Partnerships are essential in the medical cannabis industry and particularly to DanCann Pharma, that is a new company on the market. There is a risk that one or more partners will choose to end their partnership with DanCann Pharma, which could have a negative impact on the business. There is also a risk that partners of DanCann Pharma do not fully meet the quality requirements imposed by DanCann Pharma. Lack of quality in service information to customers could lead to decreased trust in the Company and thus lost opportunities for selling the service and generating revenue. Similarly, the establishment of new partners can be costlier and / or may take longer than DanCann Pharma estimates.

DanCann Pharma assesses the likelihood of the risk occurring as low.

Product Liability

Considering that DanCann Pharma sells pharmaceutical products, and such products will be used by natural persons, there is a risk of product liability. There is a risk that DanCann Pharma will be met with a product liability based on a medical cannabis product imported or manufactured by DanCann Pharma. In case DanCann Pharma should be held liable, there is a risk that DanCann Pharma's insurance coverage will not be sufficient to cover any financial and future legal claims. There is a risk that this will adversely affect DanCann Pharma, both in reputation and financially.

DanCann Pharma assesses the likelihood of the risk occurring as low.

Key Employees

DanCann Pharma relies on key people to execute the business plan and maintain permits. As of the Prospectus Date, DanCann Pharma's key employees consist of the CEO and COO. There is a risk that a loss of one or more key employees would have adverse consequences for DanCann Pharma's business operations and its financial results. There is a risk that DanCann Pharma will need to recruit staff to replace key people, which can be a costly process, both in terms of time and money. There is a risk that DanCann Pharma's costs will increase as a result hereof.

There is also a risk that DanCann Pharma will not be able to replace staff, since production of Medical Cannabis requires a particular set of skills and knowledge. The risk of unauthorized disclosure of information is also present, which would generate a risk that competitors may receive information about DanCann Pharma and benefit from the know-how developed by DanCann Pharma. There is a risk that DanCann Pharma's competitors who use such information dissemination will further develop their products and thus DanCann Pharma faces increased competition, which may adversely affect DanCann Pharma's activities, financial position and results.

DanCann Pharma assesses the likelihood of the risk occurring as low.

7.3 Material risks that are specific to the Shares and Warrants

Below is a list of risks that are specific to the Shares and Warrants, all identied with a risk level (high, moderate or low), and listed from highest risks to lowest risks.

Spotlight Stock Market

DanCann Pharma's Shares and Warrants are planned to be traded on Spotlight Stock Market, a secondary name of ATS Finans AB, a securities company under the supervi-sion of the Swedish Financial Supervisory Authority. Spotlight Stock Market operates a multilateral trading facility (MTF). Companies whose shares (or warrants) are listed on Spotlight are not subject to all of statutory provisions that have been established for a company listed on a regulated market. There is a risk that investing in shares/warrants traded on Spotlight Stock Market are more risky than investing in shares/warrants that are traded on a regulated market.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

No previous public trading of shares

DanCann Pharma is planned to be listed on Spotlight Stock Market. There is a risk that an active trade in DanCann Pharma Shares does not develop and thus, the risk that Shareholders will not be able to divest their Shares or that Shareholders can only divest their Shares with a loss. The share price may also be subject to significant fluctuations. For example, above all the share price may be affected by changes in supply and demand, fluctuations in profit, the ability to achieve profit changes, changes in the general economic situation, legislative and regulatory amendments and changes in other factors. In addition, the general volatility of the share market may lead to the price of the Shares being devalued.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Price variations

There is a risk that DanCann Pharma's share price is going through a great deal variation in connection with an introduction to Spotlight Stock Market. Price fluctuations can occur due to major changes of buying and selling volumes and do not necessarily need to have a connection with the underlying value of DanCann Pharma. There is risk that price variations affect DanCann Pharma's share price in a negative manner.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Psychological factors

There is a risk that the securities market is affected by psychological factors such as trends, rumours and reactions to news and events which are not directly linked to the marketplace, etc. There is a risk that DanCann Pharma's Shares will be affected in the same way as any other securities that are traded on a variety of lists. There is a risk that psychological factors and its subsequent effects on price developments will adversely affect the market price of the Company's Shares.

DanCann Pharma assesses the likelihood of the risk occurring as moderate.

Sale of shares from Major Shareholders, the Board of Directors and Executive Management

Eight of the current Shareholders, including the CEO and COO, of DanCann Pharma together with C-Plus Consult have undertaken, through a lock-up commitment, not to sell any Shares according to that agreement within one (1) year from listing on Spot-light Stock Market – for further details see section 9 under "Lock-up". In the longer term, there is a risk that the parties subject to the lock-up commitment sell part or all of their Shares after the lock-up period. There is risk that this will have a negative impact on DanCann Pharma's share price.

DanCann Pharma assesses the likelihood of the risk occurring as very low.

8.
TERMS AND CONDITIONS OF THE SECURITIES

8.1 Information concerning the securities to be offered

In this Prospectus, the Issuer offers Units, each consisting of 5 Shares and 2 Warrants in the Company. The Offer consists of minimum 5 002 500 Shares and maximum 6 670 000 Shares of nominally DKK 0.0375 each (the Shares offered in this Prospectus are referred to as the New Shares). The Offer consists of minimum 2 001 000 Warrants and maximum 2 668 000 Warrants, each granting the right to subsribe for 1 Share in the Company of nominally DKK 0.0375. All Shares (including the New Shares and Shares issued by exercise of the Warrants) belong to the same share class (as there is only one share class) and carry the same rights. With a subscription of the maximum number of Units in the Offer, the share capital of the Issuer will increase from nominally DKK 527 280 to DKK 777 405, the number of Shares will increase from 14 060 800 to 20 730 800, and a total of 2 668 000 Warrants will be issued to the investors. With a subscription of the maximum number of Units in the Offer, the issue proceeds to be received by the Issuer (excluding any costs in relation the Offer) will amount to DKK 30 015 000.

If all the Warrants are exercised, the share capital will increase additionally with nominally DKK 100 050 to DKK 877 455, and the subscription amount from such exercise will be DKK 16 008 000.

The New Shares are offered and (all Shares) will be traded under the International Security Identification Number DK0061410487 (ISIN) on Spotlight Stock Market under "DANCAN", and the Shares will have CFI code ESVUFN and FISN code DanCann Pharm/-. The Warrants are offered and will be traded under the International Securi-ty Identification Number DK0061410560 (ISIN) on Spotlight Stock Market under "DANCAN TO 1", and the Warrants will have CFI code RWSTBB and FISN code DanCann Pharm/Warrant.

The New Shares and Warrants are issued according to the Danish Companies Act (no. 763 of 23/07/2019) and the Issuer's articles of association as of the Prospectus Date (appendix C). The Shares and Warrants are, moreover, subject to general Danish legislation, including Regulation (EU) 2017/1129 and the Danish Act on Capital Markets (no. 377 of 02/04-2020). Due to its listing on Spotlight Stock Market, the Issuer is however bound to the obligations set out in the applicable Spotlight Regulations including its Danish Supplement. Such obligations include, but are not limited to, complying with generally acceptable behavior relating to disclosure and information requirements in the Swedish Securities market and the Danish Securities market. Through its listing on Spotlight Stock Market, the Issuer may also be subject to Swedish self-regulation, which implies takeover rules and recommendations on directed cash issues, while the Swedish Securities Council may, on request, decide whether a measure by the Issuer or its shareholders is consistent with which if the body of the Swedish self-regulating system issuing rulings, advice and inform good practice in the Swedish stock market.

The Shares are registered by name (in Danish: "navneaktier"), and the Shares and Warrants are registered electronically (by name) in VP Securities A/S ("Værdi-papircentralen"), Weidekampsgade 14, DK-2300 Copenhagen.

The New Shares and Warrants are issued in Danish Kroners (DKK).

The New Shares (and Shares issued by exercise of the Warrants) will have the identical rights as the Existing Shares. These include voting rights, right to receive dividend, the right to participate in the proceeds in case of a dissolution or liquidation of the Company, and preemptive rights in connection with the issue of new/additional warrants, convertible bonds and shares by cash contribution. The Warrants does not give the Shareholders such rights (until these are exercised).

The New Shares (and Shares issued by exercise of the Warrants) will carry the right to receive dividend as from the date of registration of the Shares with the Danish Business Authority. Dividend is paid to investors registered as Shareholders in the share register kept by VP Securities A/S on the record day for the distribution of dividend and is thus not an accumulated dividend. There exist no restrictions on dividend or special procedures for Shareholders outside of Denmark, and payment of any distribution of dividend will take place via VP Securities A/S in the same manner as for Shareholders resident in Denmark. Dividend accrues to the Issuer, if it has not been claimed by the Shareholder within ten years after the declaration of dividend.

At general meetings, each Share holds one vote, and each Shareholder can vote on its full number of Shares without limitation, except that the Shareholder in all matters is obligated to vote on its Shares in aggregate. The Warrants does not entitle the Shareholders to vote on the general meeting.

All Shares (including the New Shares and Shares issued by exercise of the Warrants) carry equal pre-emptive rights, which entails that the Shareholders have a right to participate in the issue of new warrants, convertible bonds and shares by cash contribution, to the extent that the Shareholders maintain their respective share of ownership. For each specific issue, the general meeting can with a qualified majority decide to deviate from the Shareholders' pre-emptive rights pursuant to the Danish Companies Act.

According to the Issuer's articles of association, no Share has special rights, restrictions or limitations. The rights attached to the Shares of the Issuer can only be changed in accordance with the procedure set out in the Danish Companies Act and the Issuer's articles of association.

The Board of Directors of the Issuer decided at a board meeting on 2 October 2020, based on two authorisations from the extraordinary general meeting on 6 July 2020 and 21 September 2020, respectively, on the Offer of the Units in order for the Issuer's Shares (and Warrants) to be admitted to trading on Spotlight Stock Market. The Offer of the Units is carried out without pre-emptive rights for the Existing Shareholders (see section 9 "Details of the Offer/admission to trading" for further information). Further, the extraordinary general meeting on 6 July 2020 authorised the Board of Directors to issue warrants in favour of the Executive Management and the employees of the Issuer or subsidiaries of the Issuer. No other resolutions, authorisations or approvals have been made in the Issuer to issue new shares or warrants.

The New Shares and Warrants are expected to be issued on 9 November 2020.

There are no restrictions in the transferability of the New Shares or Warrants, except for the lock-up described under section 9 "Details of the Offer/admission to trading", which only applies

to those eight Existing Shareholders and C-Plus Consult referred to in that section.

The Issuer is identical to the offeror of the Units asking for admission to trading (i.e. legal entity identifier ("LEI") 549300KLXQ6IC2YUUB58).

TAKEOVER REGULATIONS

There are no Danish laws applicable to the Issuer which regulates takeover situations. However, the Issuer is obliged to adhere to the following provisions of the Danish Companies Act and the "takeover rules" of the Swedish Corporate Governance Board respectively.

The Shares can be redeemed pursuant to the procedures and requirements in the Danish Companies Act. According to the Companies Act Section 70, any shareholder owning more than 9/10 of the shares in a company can decide that the remaining shareholders' shares shall be redeemed (in Danish: "tvangsindløse") by the majority shareholder. This procedure requires that the shareholders are provided a four (4) weeks' notice to transfer their shares to the redeeming shareholder. Likewise, the minority shareholders owning less than 1/10 of the shares can require to be redeemed by a shareholder owning more than 9/10 of the share capital pursuant to the Danish Companies Act Section 73.

In addition to the above the Issuer is bound to the takeover rules issued by the Swedish Code of Corporate Governance for certain trading platforms. The obligations of the takeover rules apply to the Issuer due to its listing on Spotlight Stock Market, even though the Issuer not being a Swedish company. The reason for this is the circumstance that the takeover rules are a part of the rules and regulations which the Issuer undertakes to follow in accordance with the applicable Spotlight Regulations (including its Danish supplement).

The Swedish takeover rules are based on the European Parliament and the Council´s directive 2004/25/EC on takeover bids. The regulation is based on a number of key principles. According to these principles, in order to promote an efficient, competitive and informed market, it is necessary to ensure that the shareholders:

- know the identity of the bidder,
- have enough information to assess the merits of the takeover proposal,
- have reasonable time to consider and assess the proposal, and
- have reasonable and equal opportunity to share in the benefits proposal.

Applicable regulations for the Company in this matter are "Takeover rules for certain trading platforms" issued by the Swedish Code of Corporate Governance. A takeover bid can apply to all part of the shares, either voluntarily through a public takeover bid or mandatory through a bid obligation, which takes place when an individual shareholder, alone or together with related parties, has the equivalent of 30 per cent of the votes or more.

A public takeover bid can be made in cash or through a share offer where new shares are offered in the acquiring company, sometimes in a combination of the two. The offer may be conditional or unconditional. All shareholders can accept the offer or decline, even if the latter may give rise to a squeeze-out right, in accordance with the regulations regarding "tvangsindløse" set out above, if the bidder obtains 90 per cent of the votes and calls for a squeeze-out.

The Company´s shares are not subject to an offer made as a result of a bid obligation, redemption right or redemption obligation.

TAX CONSIDERATIONS

An investment in the New Shares and Warrants can result in tax consequences for the investors. The tax legislation in the investor's home country and Sweden may have an effect on any income received from New Shares and Warrants extended through the Offer. Taxation of any dividend, as well as capital gains tax and rules regarding capital losses on sale of securities depends on the individual investors' specific situation. Each holder of shares or warrants should consult a tax advisor to receive information about the specific consequences that can arise in the individual case, including the applicability and effect of foreign tax rules and tax treaties.

Danish tax rules

Below is a summary of certain Danish tax rules related to the Shares in DanCann Pharma. The summary solely relates to Danish individuals and companies fully liable to taxation in Denmark, unless otherwise stated. The summary is based on current legislation as of the Prospectus Date and is only general in nature.

It is emphasized that the summary does not address all possible tax consequences related to an investment in the New Shares or Warrants. For instance, the summary does not address tax rules regarding individual's pension funds, individuals and companies that buy and sell shares as part of their business (in Danish: "næringsaktier"), and pension companies.

The summary only describes the tax position of direct owners of the shares and assumes that the direct owners are also the beneficial owners of the shares and any dividends thereon. The summary is further based on the assumption that any sales of the shares are sales to a third party at market value.

All investors are advised to consult their tax advisors regarding the applicable tax consequences of the acquiring, holding, and disposing of the New Shares and Warrants based on their special circumstances. Investors which may be affected by the tax laws of jurisdictions other than Denmark should consult their tax advisors with respect to the tax consequences applicable to their special circumstances as such consequences may differ significantly from those described in the summary.

Individuals

Sale of shares (gains and losses)

Capital gains on the shares are taxable as share income (see below) according to the realization principle, i.e. taxation occurs when the shares are actually disposed of.

Spotlight Stock Market is not a regulated market but a multilateral trading facility. Hence, losses on the shares are deductible when calculating the share income.

Gains and losses are calculated by using the average cost formula, meaning that the purchase price for each share is calculated as the average purchase price for all the individual's shares in the Company.

Sale and exercise of warrants

Capital gains on warrants (if sold before exercise) are treated as capital gains on shares, cf. above.

Exercise of warrants has no tax implications.

Dividends

Dividends are taxable as share income (see below).

Tax rates

Share income is taxed with 27% up to a basic amount of DKK 55 300 (in 2020). Share income exceeding the basic amount is taxed with 42%. For cohabiting spouses the aggregate basic amount is DKK 110 600 (in 2020). The basic amounts are adjusted annually. If the share income is negative a negative tax is calculated and set off against the individual's final tax.

A specific share-savings-account has been introduced in Denmark to the effect that individuals can invest up to DKK 100 000 (in 2020) with profits/losses taxed with 17% according to the mark-to-market principle. Profits on the share-savings-account is disregarded when calculating the share income, cf. above.

Specific rules regarding limited tax liability to Denmark - dividends

According to Danish tax law, individuals that are not fully liable to taxation in Denmark are subject to limited tax liability in relation to dividends from Danish companies. The Danish tax rate is 27% or 15% if certain conditions are met. However, according to most double taxation treaties the Danish tax rate on dividends from Danish companies cannot exceed 15%.

DanCann Pharmas is obliged to withhold 27% of any declared dividends. However, foreign individuals can apply for a refund from the Danish tax authorities of the part of the withholding tax that exceeds the applicable tax rate.

Companies

General

The tax rules regarding sale of shares and dividends depend on the type of shares in question.

The following type of shares may be applicable:

Subsidiary shares – a shareholder holding at least 10% of the shares.

Group shares – a shareholder with decisive influence in the Company.

Taxable portfolio shares – a shareholder (with no decisive influence in the Company) holding less than 10% of the shares.

Subsidiary shares and group shares
Gains and losses are not taxable/tax deductible.
Dividends are tax-free.

Taxable portfolio shares
Gains and losses are taxable as ordinary income/loss for a Danish company. The tax rate is currently 22%. Gains/losses are calculated on an annual basis according to the mark-to-market principle.

Dividends are taxable as ordinary income for a Danish company. The tax rate is currently 22%.

Sale and exercise of warrants

Capital gains on warrants (if sold before exercise) are treated as capital gains on shares, cf. above.

Exercise of warrants has no tax implications.

Specific rules regarding limited tax liability to Denmark - dividends
According to Danish tax law, companies that are not fully liable to taxation in Denmark are subject to limited tax liability in relation to dividends from Danish companies. However, dividends on subsidiary shares and group shares are tax-free if certain conditions are met. The Danish tax rate is 22% or 15% if certain conditions are met. However, according to most double taxation treaties the Danish tax rate on dividends from Danish companies cannot exceed 15%.

DanCann Pharma is obliged to withhold 27% of any declared dividends (unless it is tax-free dividends on subsidiary shares and group shares, cf. above). However, foreign companies can apply for a refund from the Danish tax authorities of the part of the withholding tax that exceeds the applicable tax rate.

Swedish tax rules

Summarized below are certain Swedish rules for taxing dividends and capital gains for individuals with taxable residence in Sweden who invest in Shares or Warrants in the Issuer. The summary is based on current legislation and is only intended as general information.

It should be noted that the tax treatment of each individual investor depends on their specific situation and may even be dependent on application of foreign tax rules and tax treaties. Further down in the information are examples of a number of situations which are not dealt with in the summary.

Individuals

For individuals who are fully taxable in Sweden because they reside in Sweden or are permanent residents here, capital income such as dividends and capital gains in the income category capital is taxed. The tax rate of the income category is 30 per cent.

Upon calculation of the capital gain or capital loss, the sales revenue received, after deduction of expenses for the sale, for the divested shares or warrants shall be reduced by the cost of overhead of the shares or warrants (acquisition cost). In calculation of the overhead cost amount, all the shares or warrants of the same series and types shall be aggregated and calculated jointly using the average method. Upon divestment of the market-listed shares, alternative standard methods shall be applied, which means that the overhead cost may be determined at 20 per cent of the sales revenue after deduction of expenses for the sale. This alternative standard method is however not applicable to divestment of warrants.

If divestment of market-listed shares or market-listed warrants result in a capital loss, the loss may be deducted against taxable capital gains that arise the same year on shares and market-listed securities that are taxed as shares (however not shares in securities funds or special funds containing only Swedish receivables, so-called fixed income funds). To the extent that capital loss on the market-listed shares or market-listed warrants may not be set-off according to the above, deduction of 70 per cent of the loss in the income category capital is allowed.

If a deficit in the income category capital arises, reduction is allowed of tax on income from services, income from business activities as well as property tax and municipal property charges. Tax reduction of 30 per cent is allowed on deficits up to SEK 100 000 and by 21 per cent of deficits over SEK 100 000. Deficit in the income category capital that cannot be used a given year are lost and cannot be used the following year.

Swedish Limited Companies

For Swedish limited companies, as a general rule, all income, including dividends and capital gains on market-listed shares and market-listed warrants, is taxed in the income category, business activities. The tax rate is 21.4 per cent for 2020 and

thereafter 20.6 per cent for fiscal year commencing after 1 January 2021. The capital gain respectively capital loss are calculated based on the difference between the sales revenue received, after deduction for expenses for the sale, for the divested shares or warrants and the overhead cost of the shares or warrants (acquisition cost). When calculating the overhead cost all the shares or warrants of the same series and type shall be aggregated and calculated jointly with application of the average method. Upon divestment of the market-listed shares alternative standard methods shall be applied, which means that the overhead cost may be determined at 20 per cent of the sales revenue after deduction for expenses for the sale. This alternative standard method is however not applicable to divestment of warrants..

Situations which are not included in the summary

The information above is of a general nature and is unlikely to include the specific situation of each individual shareholder.

A number of situations are exemplified below that are not dealt with in the summary:

- the special rules of tax-free capital gains or non-deductible capital losses on shares for tax purposes constitute so-called business related shares with the shareholder;
- the special rules for legal entities regarding deductions for capital losses on joint ownership rights constituting capital assets;
- situations when shares are held as a stock asset in the business;
- situations when shares are held by trading and limited partnership companies;
- situations when special rules become applicable on shares in companies that are or have been private limited companies;
- situations where natural person is deemed fully taxable in Sweden as a result of his/her considerable connection to Sweden;
- foreign companies that operate a business through a fixed place of business in Sweden.

In addition, special tax rules apply for certain categories of business, e.g. investment companies and securities funds or special funds. Special rules also apply for investment in shares via investment savings account (ISK) and endowment insurance.

Danish withholding tax on dividends

It should be noted that dividends on Shares in the Issuer, which have been provided to persons with taxable residence in Sweden as a starting point will be subject to 27 per cent withholding tax in Denmark. According to the Nordic double taxation agreement, the withholding tax on shares is, however, normally limited to 15 per cent of the gross amount of the dividend. According to the same double taxation agreement, in certain cases, dividends are fully exempt from Danish withholding tax for recipients that are companies and that directly own at least 10 per cent of the paying company's capital. In order to avoid double taxation of dividend income, allowance for such foreign tax in Sweden is permitted under certain conditions against the Swedish tax payable on the dividend. If the deducted Danish withholding tax ex-ceeds 15 per cent, the taxpayer may in certain cases apply for refund of the excess tax from Denmark.

9.
DETAILS OF THE OFFER/ADMISSION TO TRADING

THE OFFER

Existing Shareholders, the public and professional investors in Sweden and Denmark are hereby invited to subscribe for Units in the Company. The Board of Directors of the Company has on 2 October 2020 decided, based on two authorizations from the extraordinary general meeting on 6 July 2020 and 21 September 2020, respectively, on implementing a new issue of Units. The subscription price is DKK 22.50 per Unit. The issue is conducted without preferential rights for Existing Shareholders. The reason to waive the Shareholders' preferential right is for the Company to be able to spread the ownership and to supply with working capital for business development and capital for expansion of the Company's business.

One (1) Unit consists of five (5) Shares and two (2) Warrants of series TO 1. The price per Unit is DKK 22.50, which is equal to DKK 4.50 per Share. The Warrants are issued free of payment.

The Offer consists of minimum 1 000 500 Units and maximum 1 334 000 Units.

Through the issue, the Company's share capital can increase by a maximum of nominally DKK 250 125 through a new issue of a maximum of 6 670 000 Shares, each with a nominal value of DKK 0.0375 per Share. If the Warrants are exercised, the share capital will increase further, cf. below.

The total Unit issue amount is maximum DKK 30 015 000.00, corresponding to 6 670 000 New Shares and DKK 4.50 per New Share. The maximum number of Units that are issued through the issue is 1 334 000. Each Unit further consists of two (2) Warrants. The maximum number of Warrants of series TO 1 that are issued are 2 668 000. If all Warrants of series TO 1 that are issued through this issue are exercised, the share capital will increase additionally with nominally DKK 100 050, and the subscription amount in this regard will be DKK 16 008 000 (DKK 6.00 per Warrant).

SUBSCRIPTION PRICE AND VALUATION

The subscription price is DKK 22.50 per Unit. Brokerage fee may occur. The minimum number of Units which can be subscribed for (by each subscriber) is 200 Units, which corresponds to DKK 4 500.

The valuation of the Issuer has been specified by the Board of Directors in consultation with Corpura Fondkommission AB and is based on widespread relative valuation methods and considers present market sentiment, the Issuer's risk profile and Executive Management's expectations to future growth and revenue opportunities and with due recognition of invested resources, current operations, future potential and the Company's production faclility. DanCann Pharma have, with the capital from the pre-IPO, invested in a state of the art production facility for medicinal cannabis which is expected to be completed in the end of 2020, and with that DanCann Pharma will be a pioneer in growing within the Nordic market. DanCann Pharma is, as far as the Company knows, the only company in the Nordic countries using this production equipments and methods as of today within the cannabis sector. Furthermore DanCann Pharma have signed a strategic supply agreement with MediPharm Labs for import of several products that is expected to be available on the Danish market during Q1 2021 and thereafter DanCann Pharma is expected to have revenues. There are no accepted valuation models for companies like DanCann Pharma. The Board of Directors has approved pricing based on an assessment of the Company's current business and competitors. There is a great need for the products that DanCann Pharma plans to develop as well as the potential and market is extensive and growing.

DanCann Pharma's pre-money valuation prior to the new issue of Units amounts to approximately MDKK 63.3.

SUBSCRIPTION PERIOD

Subscription of Units can take place within the period from 7 October 2020 to 23 October 2020. A completed subscription form must be submitted to Nordic Issuing and must be Nordic Issuing at hand no later than 15:00 (3am) on 23 October 2020. Subscription forms sent by mail should be sent in due time before the last day of the Subscription Period.

WARRANTS

One (1) Warrant of series TO 1 entitles to subscription of one (1) new Share with a subscription price of DKK 6.00 during the Subscription Period 1 September 2021 until 17 September 2021.

The full set of terms and conditions applicable to the Warrants can be found in Appendix D attached to this Prospectus. The terms and conditions set out in Appendix D will be added to the Company's the articles of association as a new schedule 6.2.1 as from the date on which the New Shares and Warrants have been issued and registered with the Danish Business Authority.

PRE-SUBSCRIPTION COMMITMENTS

A total of 57 investors, including a majority of the 47 investors who participated in the capital increase on 8 April 2020 (see section 12 "Share Capital" for further details), have committed themselves to subscribe for Units in the Offer.

DanCann Pharma has in September 2020 from these 57 investors received legally binding pre-subscription commitments of approx. DKK 22.5 million, which corresponds to 75 per cent of the IPO issue volume.
The full list of investors who have committed themselves to subscribe for Units in the Offer along with the number of Units, subscription amount and percentage of the Offer (based on full subscription) for each investor are set out in Appendix F to this Prospectus. Any investors, who have committed themselves to subscribe for more than 5 per cent of the Offer, will also appear from Appendix F.

APPLICATION FOR SUBCRIPTION OF SHARES

Subscription forms and Prospectus are available on Nordic Issuing's website www.nordic-issuing.se, the Company's website www.dancann.com and Spotlight Stock Market's website www.spotlightstockmarket.com.

Subscription of Units shall be done by filling out and signing the subscription form which must be Nordic Issuing at hand no later than 15:00 (3pm) on 23 October 2020. Subscription forms sent by post ought to be sent in good time before the last day in the Subscription Period.

The subscription form shall be sent to Nordic Issuing on the following address:
Issuer: DanCann Pharma A/S
Nordic Issuing

Norra Vallgatan 64
211 22 Malmö, Sweden
Phone: +46 (0)40-615 14 10
E-mail: info@nordic-issuing.se (scanned subscription form)

For Swedish and Danish subscribers, subscription can be made directly with BankID or NemID at www.nordicissuing.se.

It is only allowed to submit one (1) subscription form per subscriber. In case several subscription forms are submitted, only the last received will be considered. Incomplete or incorrectly completed subscription forms may be disregarded. No additions and changes may be made in the text printed on the subscription form.

It is the investor's own responsibility to check with his or her bank that delivery of Danish shares and warrants is possible to the custody account stated at the subscription form. If a valid account number is not available on the last day of the Subscription Period, 23 October 2020, there is a risk that allotted Units won't be delivered in time for the listing date or that the Units are transferred to another party.

Please note that the application is binding.

ESPECIALLY FOR DANISH SUBSCRIBERS

Please note that Danish subscribers cannot subscribe for Units via a cash account, and Danish subscribers who have a retirement depot with a bank/trustee must check with the bank/trustee holding the account, if, and if so how, the subscription of Units under the Offer is possible.
Subscription of Units can always be made on a valid Danish VP account.
Danish investors who do not have a Danish VP account or depot must open a VP account in a Danish bank/trustee before the subscription form is submitted to Nordic Issuing. Please note that this may take some time.

SUBSCRIPTION FOR MORE THAN EUR 15 000

In the event that the subscription amounts to or exceeds EUR 15 000, a money laundering form (which can be found on Nordic Issuing's website, www.nordic-issuing.se) must be completed and submitted to Nordic Issuing pursuant to Act (2017:630) on measures against money laundering and terrorist financing. Please note that Nordic Issuing cannot guarantee that the subscription form is taken into account if a correct money laundering form is not available to Nordic Issuing during the Subscription Period.

PUBLICATION OF THE OUTCOME OF THE ISSUE OF UNITS

As soon as possible after the Subscription Period has ended, DanCann Pharma will disclose the outcome of the new issue of Units. The publication is scheduled to 28 October 2020 and will be made through a press release, which will be available on DanCann Pharma's website as well as on Spotlight Stock Market's website.

SPECIFIC ABOUT THE RECEIVANCE OF DANISH SHARES FOR SWEDISH INVESTORS

Note that the subscriber who has a custody account or other securities account with a bank/trustee in Sweden must check with the bank/trustee if the acquisition of Danish units under the offer is possible. It is possible to obtain Danish units in a custody account or securities account at the following Swedish banks: Avanza, Nordnet, Nordea, Swedbank, Danske Bank, SEB or Handelsbanken. If you have a custody account or other securities account with another bank/trustee, you can contact Nordic Issuing at the phone number or e-mail address below for assistance on how to subscribe.

Please also note that the subscriber who has a custody account or account with specific rules for securities transactions, such as an investment account (ISK) or a capital insurance account (KF), must check with the bank/trustee if the acquisition of securities is possible. In this case, the subscription of Units shall be made in agreement with the bank/trustee for the account.

ALLOCATION

Allocation of Units will be decided by DanCann Pharma's board of directors, with the following principles;

a) full allocation shall be made to the parties who have signed pre-subscription commitments;

b) it is necessary to broaden the Company's ownership prior to the planned listing and, as far as possible, the board of directors will ensure that each subscriber receives at least 200 Units; and

c) creating investment space for certain parties, which, according to the Board of Director's assessment, can specifically contribute strategic values to DanCann Pharma or is part of the Company's financial adviser's investment network. In the event of an oversubscription, no more than 10 % of the Unit issue's amount can be allocated to these investors.

If the number of subscribers in the new issue of Units is exceeding the possible number of shareholders, and thus making it impossible to allocate each subscriber the minimum amount of Units, allotment of Units will be decided by drawing of lots, which means that allocation can partly or entirely be made through random selection. This is a computerised process which relies on algorithms that randomly execute the drawing of lots and will be executed by the issuing agent in the new issue of Units. This further means that allocation may happen with fewer Units than subscribed for on the subscription form or no Units at all.

Allocation is not dependent on when the subscription form is submitted during the subscription period.

NOTIFICATION OF ALLOCATION

Allocation of Units is scheduled to be conducted as soon as possible after the Subscription Period has ended and the notification to the subscriber will be received in the form of a settlement note via e-mail which is scheduled to be sent out on 28 October 2020. Information will not be sent to subscribers who wasn't allocated any Units.

PAYMENT

Payment must be made in accordance with the settlement note. Payment must be made to a Swedish account in Danish kroner (DKK) no later than five (5) business days after transmitted settlement note. Please note that the subscribers (Swedish and Danish) need to make an International Payment in Danish kroner (DKK) from their domestic cash account. Please note that the cost of a European International payment may vary. Currency exchange fees may also occur.

Payment is made in accordance with instructions on the settlement note which is sent out after the Board of Directors of DanCann Pharma has decided on allocation of Units, which is expected to take place in the end of October 2020.

If payment or confirmation of payment is not made at the time stated on the settlement note, there may be a risk that allocated Units will not be delivered in time for the listing date or a risk

that the Units are transferred to another party. Should the sale price of such transfer be below the subscription price of this Offer, the original subscriber who acquired the Units may be responsible for all, or part of the difference.

PAYMENT – VIA NORDNET

Allocated Units will be delivered against payment at the designated depot, which is expected to take place in the beginning of November 2020.

DELIVERY OF SHARES

New Shares and Warrants will be delivered after the New Shares and Warrants have been registered with the Danish Business Authority (Erhvervsstyrelsen), which is scheduled to take place on 9 November 2020.

In connection with the delivery of New Shares and Warrants, a subscriber with a Danish VP account will receive a notification confirming that the deposit of securities has taken place on the subscriber's VP account. Shareholders who have their shares registered in a custody at a bank or trustee will receive information from their respective bank/trustee.

Since DanCann Pharma is a Danish public limited company, all of the Company's Shares and Warrants will be registered in VP Securities A/S' ("VP") system. Trading and settlement take place within the framework of the VP system.

POTENTIAL PAYABLE FEES

Clearing and settlement takes place within VP´s system in Denmark. This may mean that banks and managers who are not members of VP in Denmark may charge an administrative fee for subscription of Shares and Warrants in The Company's new issue of Units.

In addition, a fee, in the form of a commission, may be taken for trading in DanCann Pharma's Shares and Warrants (the price model of the banks Nordnet and Avanza is the same for the entire Nordic region).

COMMENCEMENT OF TRADING

At the time of the publication of the Prospectus, DanCann Pharma has been approved for listing by Spotlight Stock Market, with reservation for the spread requirement. The Company's Shares will be traded on Spotlight Stock Market under the label DAN-CAN, and with ISIN code DK0061410487. The Shares have CFI code ESVUFN and FISN code DanCann Pharm/-. The Warrants will be traded on Spotlight Stock Market under the label DANCAN TO 1, and with ISIN code DK0061410560. All Shares and Warrants in DanCann Pharma are scheduled to be admitted to trading on the 12 November 2020. Trading takes place in DKK. Prerequisite for listing is (i) Spotlight Stock Market's spread requirements are met and (ii) the lowest level of DKK 22 500 000, for the implementation of the new issue of Units is achieved. The Shares and Warrants might not be available at each investors respective account on the 12 November 2020, which might mean that each investor does not have the possibility to sell its Shares and Warrants on Spotlight Stock Market from the day the trading commences, but instead from the day that the Shares and Warrants are available at each investors respective account.

TRADING IN DKK ON SPOTLIGHT STOCK MARKET DENMARK

Trading in DanCann Pharma's Share and Warrant will be made in DKK on Spotlight Stock Market. It is required that your bank/trustee is a member of Spotlight Stock Market or has a custodian bank that is a member of Spotlight Stock Market, in order to conduct trading in the Company Shares and Warrants on Spotlight Stock Market.

Most Swedish banks are members on Spotlight Stock Market. Some Danish banks are members of Spotlight Stock Market either directly (Nordnet, Nordea and Danske Bank) or indirectly via a custodian bank, which means that they can trade securities on Spotlight Stock Market. Please check if your bank has the possibility to trade shares and warrants on Spotlight Stock Market. Nordic Issuing can assist you in a dialogue with your bank if necessary.

RIGHT TO DIVIDEND

The New Shares entitle the Shareholder to a dividend the first time after the issue of New Shares has been registered with the Danish Business Authority. Any dividends are paid in DKK and are decided at the Annual General Meeting. The payment is provided by VP or for nominee registered holdings in accordance with the respective trustee's routines. Dividend is paid to the person who on the record day of the shareholders' meeting was registered as a shareholder in the share register held by VP Securities A/S.

APPLICABLE LAW

The Shares (and Warrants) are subject to the Danish Companies Act (Selskabsloven) (equivalent to the Swedish Companies Act) and governed by Danish law. However, under Swedish law, the Company is, in relevant respects, subject to Spotlight Stock Market's listing agreement and Swedish stock exchange regulations.

SHAREHOLDER'S REGISTER

The Company is a VP-based affiliated company since September 2020. The Company's share register with information about shareholders is handled and accounted by VP Securities A/S, Weidekampsgade 14, 2300 København S, Denmark.

SHAREHOLDER'S RIGHTS

Shareholders' rights regarding distribution of profits, voting rights, pre-emption rights for subscription of shares, etc. are governed by the Company's articles of association, which are available through the Company's website (and attached as Appendix C), as well as by the Danish Companies Act.

SHAREHOLDER'S REPORTING OBLIGATION

All Shareholders in the Company have an obligation to comply with the reporting rules to the Danish "Public Ownership Register". The registration of holdings shall be made to the Company within 14 days after the registration obligation has arisen (when the holding amounts to or exceeds five per cent in the Company and/or pass-es some other thresholds).

TAX REGISTRATION FOR DANISH SUBSCRIBERS

Subscription or purchase of Shares (or Warrants) in the Company in connection with the listing is not automatically reported to the Danish tax authorities. A Danish investor must actively report its subscription of Shares to the Danish tax authorities..

RESTRICTIONS REGARDING PARTICIPATION IN THE OFFER

Due to restrictions in applicable law in the United States, Canada, Australia, Hong Kong, Singapore, South Africa, Switzerland, New Zealand, Japan or other countries where participation requires further prospectuses, registrations or actions other than those under Swedish and Danish law, the Offer to subscribe for Units is not directed at persons or others with registered address in any of these countries.

ADDITIONAL INFORMATION

The Board of Directors of DanCann Pharma reserves the right to extend the Subscription Period and the time of payment. The Offer is conditional on the fact that no circumstances occur which may result in the timing of the new issuance being deemed inappropriate and that spread requirement is met. Such circumstances may, for example, be of an economic, financial or political nature and may relate to circumstances in Sweden or Denmark as well as abroad, as well as the interest in participating in the new Unit issue is deemed insufficient by the Board of Directors in the Company. In such cases, the Board of Directors will not complete the new issue of Units. If the Offer is revoked, this will be published through a press release no later than before the settlement notes are sent, which is scheduled to take place in end of October 2020.

All New Shares and Warrants that are offered through this new issue of Units will be newly issued. There are no natural or legal persons offering to sell or loan shares or warrants in this new issue of Units.

FINANCIAL ADVISER AND ISSUING AGENT

Corpura Fondkommission AB is the financial adviser to DanCann Pharma and Nordic Issuing together with VP are issuing agents in the new issue of Units.

QUESTIONS IN REGARD TO THE ISSUE OF SHARES CAN BE ASKED TO NORDIC ISSUING:

E-mail: info@nordic-issuing.se

ONLY NEW SHARES AND WARRANTS OFFERED

No Existing Shareholders offers to sell its Shares (or Warrants, as there is no existing warrants) under the issue contemplated in this Prospectus. All Shares and Warrants offered in this Prospectus are newly issued Shares (New Shares) and Warrants.

THE EXECUTIVE MANAGEMENT'S, BOARD OF DIRECTORS' AND MAJOR SHAREHOLDERS' PARTICIPATION IN THE OFFER

Board member, Carsten Trads, is (through his company C-Plus Consult) subscribing for 4 445 Units in to IPO, and board member, Per Wester, is subscribing for 8 830 Units in the IPO. Major Shareholder, JJV Invest AB, is subscribing for 63 430 Units in the IPO.

LOCK-UP

Eight of the current Shareholders of DanCann Pharma as listed below together with C-Plus Consult (the "Lock-up Shareholders") have, prior to the Offer, by agreement with Corpura Fondkommission AB on the amount of Shares below agreed within a period of twelve months from the first day of trading on Spotlight Stock Market, not to sell these Shares or execute other transactions with equivalent effect as a sale without, in each case, having first obtained a written approval from Corpura Fondkommission AB. The decision to issue such written approvals is decided entirely at the discretion of Corpura Fondkommission AB and an assessment is made in each individual case. Decisions to grant such an exemption can be based on both personal and business reasons. The lock-up agreements comprise 100 percent of all the Shares of the Lockup Shareholders.

In total the amount of Shares under lock-up comprises of 8 135 175 Shares, corresponding to approximately 39.24 per cent of the Shares in the Company after the Offer has been implemented, provided that this is fully subscribed. The table below shows all the Shares of the Lock-up Shareholders after the Offer has been implemented, provided that this has been fully subscribed. Some of the Shares set out below are subscribed for in the Offer, why these are not owned as of the Prospectus Date. After the end of the respective lock-up period, the Shares may be offered for sale, which may affect the market price of the Share if applicable. Exceptions to the lock-up may be made by Corpura Fondskommission AB and/or as a result of mandatory requirements under applicable securities laws and regulations.

NAME	NUMBER OF SHARES	SHARE OF OWNERSHIP (%)	LOCK-UP EXPIRATION DATE
JKR Investment Group ApS*	5 280 000	25.47	12 Nov 2021
Morten Martinsen (COO)	400 000	1.93	12 Nov 2021
JJV Invest AB	1 600 000	7.72	12 Nov 2021
Hansen & Nytoft Invest ApS	300 000	1.45	12 Nov 2021
JBJensen ApS	120 000	0.58	12 Nov 2021
VaVi Invest ApS	198 000	0.96	12 Nov 2021
HeRoed ApS	102 000	0.49	12 Nov 2021
C-plus Consult **	22 225	0.11	12 Nov 2021
Per Wester ***	112 950	0.54	12 Nov 2021

Besides the above limitations in the transfer of Shares, no limitations apply to the transfer of Shares. Accordingly, no other Shareholder, including members of the Board of Directors, is limited from selling its indirect or direct holding of Shares. See section 10 about "Corporate Governance" for a description of Shares held by members of the Board of Directors.

* Jeppe Krog Rasmussen, Founder, CEO and Board Member, holds 25.47% of the share capital in the Company as of the date after completion of the IPO (with full subscription) through his holding company, JKR Investment Group ApS.

** Carsten Trads, Board Member, holds 0.11% of the share capital in the Company as of the date after completion of the IPO (with full subscription) through his holding company, C-Plus Consult.

*** Per Wester, Board Member, holds 0.54 of the share capital in the Company as of the date after completion of the IPO (with full subscription).

DILUTION

The issue of New Shares in the Offer will result in the Issuer's share capital increasing by nominally DKK 187 593.75 with minimum subscription and nominally DKK 250 125 with maximum subscription. The Existing Shares, which have been issued as of the Prospectus Date, will be diluted by the issue of New Shares in the Offer. Following the completion of the Offer, the Existing Shares, which have been issued as of the Prospectus Date, will make up 73.76 per cent of the Issuer's total share capital with minimum subscription and 67.83 per cent with maximum subscription. Correspondingly, the voting rights attached to the Existing Shares, which have been issued as of the Prospectus Date, will make up 73.76 per cent of the total amount of voting rights with minimum subscription and 67.83 per cent with maximum subscription. The above will only apply to those of the Existing Shareholders that do not subscribe for Units in the Offer. See above in this section 9 "Details of the Offer/admission to trading" for a full description of whom of the Existing Shareholders that have committed themselves to subscribe for Units in the Offer.

In addition the above, the Existing Shares will be diluted even further, if the Warrants are exercised.

10.
CORPORATE GOVERNANCE

10.1 Administrative, management, and supervisory bodies and senior management

BOARD OF DIRECTORS

According to DanCann Pharma's articles of association, DanCann Pharma shall be managed by a Board of Directors consisting of 3–7 members, who are elected at the annual general meeting. The Board of Directors is responsible for DanCann Pharma's overall and strategic management and supervises the activities, management, and organization. The current Board of Directors comprises of four members, including the chairman. The board members, their position, when they were first elected, whether they are considered independent in relation to the Company and its management and in relation to Major Shareholders as well as their ownership in the Company as of the Prospectus Date are described in the table below.

NAME	POSITION	DATE OF ELECTION	INDEPENDENT OF THE COMPANY, ITS MANAGEMENT AND MAJOR SHAREHOLDERS	OWNERSHIP (%)
Magnus Ø. Dahlmann	Chairman	08.04.2020	Yes	0
Carsten Trads	Member of the Board	08.04.2020	Yes	0
Per Wester	Member of the Board	08.04.2020	Yes	0.49
Jeppe Krog Rasmussen	Member of the Board	06.07.2020	No*	37.55

**Jeppe Krog Rasmussen is also the CEO of the Company and holds 37.55% of the share capital in the Company as of the Prospectus Date through his holding company, JKR In-vestment Group ApS.*

Magnus Østergaard Dahlmann
CHAIRMAN OF THE BOARD

Magnus Østergaard Dahlmann, born in 1953, has an educational background as B.Sc. Eng from Engineering College, Sonderborg Teknikum and Danish Business School South, Sonderborg in 1980. Magnus has as a senior executive more than 30 years international business experience within supply chain, sales, marketing, brand position and general management. He has particular experience within mergers and acquisitions, change management and strategic- & operational business development. Executive positions at Solar A/S (DK), EVN GmbH (D), Klitsö AB (S) and Solar Elektroengros AS (N).

Involvement with and commitments to other companies during the last five years:

COMPANY	POSITION	TIME PERIOD
MT Gulve A/S	Member of the board	Ongoing

Carsten Trads
MEMBER OF THE BOARD

Carsten Trads, born in 1955, is a senior executive with more than 30 years international experience within sales, marketing, operations, strategic planning and general management.

He has a B.Sc. from Copenhagen Business School, 1977, complemented by management training from INSEAD and Harvard Business School. Trads has experience from management positions in companies such as HTH Køkkener A/S, Bang & Olufsen A/S and GN ReSound A/S. From 2015 he has been the CEO and owner of C-Plus Consult, assisting smaller business startups. Furthermore he has extensive board leadership experience from companies residing in Denmark and abroad.

Carsten Trads is (through his company, C-Plus Consult) subscribing for 4 445 units in the IPO.

Involvement with and commitments to other companies during the last five years:

COMPANY	POSITION	TIME PERIOD
C-Plus Consult	Founder, CEO and owner	Ongoing
Brainreader A/S	Member of the Board	2015-2019

Per Wester
MEMBER OF THE BOARD

Per Wester, born in 1960, has been a member of the Board of Directors of DanCann Pharma since March 2020. He has an MBA from Stockholm Business School, BSc in Business and Administration from Linné University. Wester has a long experience from starting and building companies as well as developing new pharmaceutical products in pre-clinical phase and launching new pharmaceutical products into markets. As CEO Per Wester has managed several funding arrangements such as Private Placements, issuing of new shares, rights issues, IPO into Spotlight Stock Market and list change to Nasdaq First North Growth Market.
Per Wester is subscribing for 8 830 units in the IPO.

Involvement with and commitments to other companies during the last nine years:

COMPANY	POSITION	TIME PERIOD
Alzinova AB	CEO	2015–2020
Permeda AB	Board and CEO	Ongoing
LIF (Swedish Pharma Industry)	Board member	2014–2015
Mundipharma AB (Swe)	CEO	2011–2014
Mundipharma Oy (Fin)	CEO	2011–2014
Mundipharma AS (Nor)	CEO	2011–2014
Mundipharma A/S (Den)	CEO	2011–2014

Jeppe Krog Rasmussen
MEMBER OF THE BOARD

Please see under Executive Management.

EXECUTIVE MANAGEMENT

According to DanCann Pharma's articles of association, the Board of Directors shall employ an executive management. The Executive Management is responsible for the day-to-day operations of DanCann Pharma.

The names, positions, and number of Shares held by and warrants issued to the Executive Managers are as shown in the table below.

NAME	POSITION	MANAGEMENT	OWNERSHIP	WARRANTS
Jeppe Krog Rasmussen	CEO & Founder	Executive	5 280 000	TBI
Morten Martinsen	COO	Executive	400 000	TBI
Mads Møller Kristensen	CFO	Executive	-	TBI

EXECUTIVE MANAGEMENT EXPERIENCE AND EXPERTISE

Jeppe Krog Rasmussen
FOUNDER & CEO

Jeppe Krog Rasmussen, born in 1995, Founder and CEO at DanCann Pharma since its formation in 2018. Jeppe Krog has since then also joined the Board of Directors at DanCann Pharma. Jeppe Krog has been a part of the whole DanCann Pharma journey since its beginning back in March 2018, where he founded the Company.
Jeppe Krog is considered to be a successful private investor and has been doing it professionally for several years despite his young age - which has also helped to form the foundation for the establishment of DanCann Pharma financially.
Jeppe runs next to DanCann Pharma his investment company, JKR Investment Group ApS, where he manages his investment portfolio (passive shares and investments).

Investment and commitments to other companies, over the last five years:

COMPANY	POSITION	TIME PERIOD
JKR Investment Group ApS	Owner and CEO	Ongoing

Morten Martinsen
COO

Morten Martinsen, born in 1988, has been the Chief Operating Officer (COO) of DanCann Pharma A/S since 2018. He holds a B.Sc. in Biology and a M.Sc. in Climate Change from the University of Copenhagen. Mortens major point of focus is on state-of-the-art technologies for indoor cultivation of medicinal crops, including Cannabis. During his years of study, Martinsen specialized in vertical farming technology and energy optimization in the horticultural industry. In addition, Martinsen has been engaged in the pharma industry for serval years through his work at Nomeco A/S under GDP and GMP regulations.

Mads Møller Kristensen,
CFO

Mads Møller Kristensen, born in 1973, has been the Chief Financial Officer (CFO) of DanCann Pharma A/S since May 2020. Mads has an educational background as M.Sc. in Business Economics and Auditing. For more than 8 years he has worked with in all aspects of strategy, finance, management, processes, organizational development and business development. Among others he has held positions at Viking Life-Saving Equipment A/S, Martinsen Statsautoriseret Revisionspartnerselskab and Arctiko A/S.

Investment and commitments to other companies, over the last five years:

COMPANY	POSITION	TIME PERIOD
BedUnion ApS	Member of the board	Ongoing
Kalamari Holding ApS	Owner and CEO	Ongoing
Arctiko A/S	CFO	2019-2020
Martinsen Statsautoriseret Revisionspartnerselskab	Auditor	2015-2019

10.2 Remuneration and benefits

Remuneration of the Board of Directors and Executive Management in 2019 and 2020

DKK	SALARY (2019)	EXP. SALARY 2020
The Board of Directors:		
Magnus Østergaard Dahlmann		85 000
Carsten Trads		42 500
Per Wester		42 500
Jeppe Krog Rasmussen		42 500
The Executive Management:		
Jeppe Krog Rasmussen (CEO)	47 905	575 000
Morten Martinsen (COO)	330 644	674 250
Mads Møller Kristensen (CFO)	-	455 000

Other information regarding the management of the Issuer

None of the members of the Board of Directors or the Executive Management are related by family. None of the members of the Board of Directors or the Executive Management have in the previous 5 years (i) been convicted in relation to fraudulent offences, (ii) involved in any official public incrimination and/or sanction, (iii) faced personal bankruptcy or been shareholder, board member or a part of the management in a company that has faced bankruptcy or liquidation or (iv) been disqualified by a court from acting as a member of the administrative, management or supervisory bodies of an issuer or from acting in the management or conduct of the affairs of any issuer.

Amount set aside for pensions etc.

As of the date of this Prospectus, DanCann Pharma has set aside DKK 24 000 to the holiday fund. Otherwise, DanCann Pharma has not set aside any funds to provide for pensions, retirement etc. and is not under any legal obligation to do so.

10.3 Shareholdings and stock options

BOARD OF DIRECTORS

The table below shows the names, positions, date of election, share of ownership (in percentage) and number of Shares and warrants/stock options held by the Issuer's Board of Directors as of the Prospectus Date. Except for Per Wester, who owns 0.49 per cent of the Shares, and Jeppe Krog Rasmussen, who owns 37.55 per cent of the Shares through his holding company, JKR Investment Group ApS, and who is the CEO of the Company, the entire Board of Directors is independent in relation to the Issu-er, the Executive Management and the Majority Shareholders.

NAME	POSITION	DATE OF ELECTION	NUMBER OF SHARES	SHARE OF OWNERSHIP	WARRANTS/STOCK OPTIONS
Magnus Østergaard Dahlmann	Chairman	8 April 2020	0	0	0
Carsten Trads	Board member	8 April 2020	0	0	0
Per Wester	Board member	8 April 2020	68 800	0.49 %	0
Jeppe Krog Rasmussen	Board member	6 July 2020	5 280 000	37.55 %	0

EXECUTIVE MANAGEMENT

The table below shows the names, positions, date of employment, share of ownership (in percentage) and number of Shares and warrants/stock options held by Issuer's Executive Management as of the Prospectus Date.

NAME	POSITION	DATE OF EMPLOYMENT	NUMBER OF SHARES	SHARE OF OWNERSHIP	WARRANTS/STOCK OPTIONS
Jeppe Krog Rasmussen	Chief Executive Officer (CEO)	10 March 2018	5 280 000	37.55 %	Warrants TBI
Morten Martinsen	Chief Operation Officer (COO)	1 Nov 2018	400 000	2.84%	Warrants TBI
Mads Møller Kristensen	Chief Financial Officer (CFO)	23 April 2020	0	0	Warrants TBI

11.

FINANCIAL INFORMATION AND KEY PERFORMANCE INDICATORS (KPIS)

11.1 Historical financial information

The Issuer was established on 20 March 2018 and has since then published two annual reports to the Danish Business Authority. The annual reports for 2018 and 2019, which are publicly accessible at the Danish Business Register, have in accordance with The Danish Financial Statements Act not been audited. Further, information and presentations in the annual reports are limited to a minimum pursuant to the Danish Financial Statements Act. However, in the process of preparing this Prospectus, special purpose financials have been prepared and audited.

Below are the key figures for the Issuer extracted from the special purpose financials for the periods, (i) 20 March 2018 to 31 December 2018, (ii) 2019 and (iii) 1 January 2020 to 31 August 2020. The special purpose financials have been audited and prepared in accordance with Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The used accounting principles are unchanged for all periods and years presented in the special purpose financials. In the special purpose financials used in this Prospectus, deferred tax assets are not recognized in the balance sheet. Also more detailed information in the income statement is presented.

The Issuer's independent Auditor is BDO Statsautoriseret Revisionsaktieselskab, company reg. no. (CVR) 20 22 26 70, Markedspladsen 25, 6800 Varde. The Company has prepared special purpose financials to be used in this Prospectus audited by BDO, State Authorised Public Accountant Flemming Bro Lund, MNE no. mne31433. The special purpose financials are attached as Appendix A.

INCOME STATEMENT (DKK 1 000)	01.01.20 – 31.08.20	2019	20.03.18 – 31.12.18
Staff costs	-1 526	-1 146	-70
Selling and distribution costs	-67	-11	0
Expenses relating to real property	-255	-304	-65
Administrative expenses	-1 747	-107	-21
Depreciation, amortisation and impairment losses	-20	-8	0
OPERATING LOSS	**-3 615**	**-1 575**	**-156**
Other financial expenses	-55	-11	-4
LOSS BEFORE TAX	**-3 670**	**-1 587**	**-160**
Tax on profit/loss for the year	-	0	0
LOSS FOR THE YEAR	**-3 670**	**-1 587**	**-160**

BALANCE SHEET (DKK 1 000)	AT 31.08.20	AT 31.12.19	AT 31.12.18
Other plant, machinery, tools and equipment	265	23	0
Leasehold improvements	30	35	4
Tangible fixed assets in progress and pre-pay.	3 184 0	0	0
Tangible fixed assets	**3 479**	**58**	**4**
Fixed assets	**3 479**	**58**	**4**
Other receivables	858	91	19
Prepayments and accrued income	1	22	0
Receivables	**859**	**113**	**19**
Cash and cash equivalents	**13 996**	**179**	**0**
CURRENT ASSETS	**14 855**	**293**	**19**
ASSETS	**18 334**	**351**	**23**
Share capital	527	0	0
Share premium account	21 148	0	0
Retained profit	-5 417	-1 747	-160
EQUITY	**16 259**	**-1 747**	**-160**
Bank debt	0	0	11
Short term portion of long term liabilities	200	0	0
Trade payables	1 552	100	93
Payables to owners and management	0	549	47
Other liabilities	323	1 449	32
Current liabilities	**2 075**	**2 098**	**183**
EQUITY AND LIABILITIES	**18 334**	**351**	**23**

CASH FLOW STATEMENT (DKK 1000)	01.01.20 – 31.08.20	2019	20.03.18 – 31.12.18
Profit/loss for the year	-3 670	-1 587	-160
Reversed depreciation of the year	19	8	0
Reversed tax on profit/loss for the year			
Change in receivables	-745	-94	-19
Change in current liabilities	1 281	468	125
CASH FLOWS FROM OPERATING ACTIVITY	**-3 115**	**-1 205**	**-54**
Purchase of tangible fixed assets	-3 440	-62	-4
CASH FLOWS FROM INVESTING ACTIVITY	**-3 440**	**-62**	**-4**
Loan from majority owner	-549	502	47
Increase loans	-955	955	0
	200	**0**	**0**
Other capital items – capital raising costs	-2 184	0	0
Share capital payments	23 860	0	0
CASH FLOWS FROM FINANCING ACTIVITIES	**20 372**	**1 457**	**47**
CHANGE IN CASH AND CASH EQUIVALENTS	**13 817**	**190**	**-11**
Cash and cash equivalents at 1. januar	**179**	**-11**	**0**
CASH AND CASH EQUIVALENTS AT 31. DECEMBER/30. april	13 996	179	-11
Specification of cash and cash equivalents at 31 December/30. april.08/31.12			
Cash and cash equivalents	13 996	179	0
Bank debt	**0**	0	-11
CASH AND CASH EQUIVALENTS, NET DEBT	**13 996**	**179**	**-11**

Comments on the financial development

INCOME STATEMENT

01.01.20 - 31.08.20:
For the period from 01.01.20 – 31.08.20 the Company did not handle any revenue as it is in the process of building up its sources of income. The result for the period shows a loss of KDKK 3 670 (1 587). The main priorities for 2020 is to establish the foundation of the Company by investing in organizational development, market development, establishing procedures and financing of operations. The largest cost items are staff costs KDKK 1 526 (1 146) and administration costs KDKK 1 747 (107) which for a large part is related to raising capital.

2019:
For 2019 the result was a loss of KDKK 1 587. The focus in 2019 was on developing the business plan and secure financing.

20.03.18 – 31.12.18:
For 2018 the result was a loss of KDKK 160. The focus in 2018 was on gaining knowledge on rules and regulations and obtaining permits.

ASSETS AND LIABILITIES

01.01.20 - 31.08.20:
At 31.08.20 the Company's balance sheet value was KDKK 18 334. The majority of the value was cash and cash equivalents valued at KDKK 13 996 and tangible fixed assets in process and prepayments, KDKK 3 184.
The equity and liabilities consisted primarily of equity, KDKK 16 259, and current liabilities for KDKK 2 075.

2019:
At 31.12.19 the Company's balance sheet value was KDKK 351. The major part of this consisted of cash and cash equivalents, KDKK 179, and receivables, KDKK 114. The equity and liabilities mainly consisted of equity, KDKK -1 747, and current liabilities valued at KDKK 2 097.

20.03.18 – 31.12.18:
At 31.12.18 the balance sheet value was KDKK 23. The equity and liabilities consisted of equity, TDKK -160, and current liabilities, KDKK 183.

CASH FLOW STATEMENT

01.01.20 - 31.08.20:
The cash flow from operating activity in 2020 amounted to KDKK -3 115 mainly due to an operating loss of KDKK -3 670. The cash flow from investing activity consisted of purchase of tangible fixed assets for a value of KDKK -3 440. The cash flow from financing activity was KDKK 20 372. This was influenced by sharecapital payments of KDKK 23 860, other capital items valued at KDKK -2 184 and repayments of loans at KDKK -955.

2019:
The cash flow from operating activity in 2019 amounted to KDKK -1 205 affected by an operating loss of KDKK -1 587. The cash flow from investing activity consisted of purchase of tangible fixed assets for a value of KDKK -62. The cash flow from financing activity was KDKK 1 457. This was influenced by increase of loans of KDKK 955 and increase of loans from majority owner at KDKK 502.

20.03.18 – 31.12.18:
The cash flow from operating activity in 2018 amounted to KDKK -54 affected by an operating loss of KDKK -160. The cash flow from investing activity consisted of pur-chase of tangible fixed assets for a value of KDKK -4. The cash flow from financing activity was KDKK 47. This was influenced by increase of loans from majority owner at KDKK 47.

WORKING CAPITAL

According to the Company's assessment, the existing working capital intended to finance the development of the operations is not sufficient for the current needs for 12 months as of the Prospectus Date. The deficit amounts to approximately DKK 16 million. Working capital needs are expected to arise in December 2020. In order to contribute to the Company's working capital, DanCann Pharma carries out an IPO, amounting to approximately DKK 30 million before issue costs. In order for the Company to be provided with sufficient working capital to run the business at the desired rate for at least 12 months ahead, it is required that, after financing of issuance costs, the Company will receive at least approximately DKK 16 million through the IPO described in this prospectus. DanCann Pharma has, through written agreements, received pre-subscription commitments totalling approximately DKK 22.5 million, corresponding to approximately 75 per cent of the issue volume. However, these commitments have not been secured through advance transaction, bank guarantee or similar. If one or more subscribers fail to fulfil their obligations, the Company may not receive at least DKK 16 million after the issuance costs have been funded. Then, the Company will examine alternative financing opportunities such as additional capital raise, grants or funding together with one or more partners, alternatively, carry out operations at a lower rate than expected until additional capital can be raised. In the event that DanCann Pharma is not supplied at least approximately DKK 16 million in the new share issue and all alternative funding opportunities fail, there is a risk that the Company will have to revise its development plans significantly, which may delay the development of the Company's operations. In the long run there is a risk that, if all financing opportunities and sales fail, the Company is bankrupt.

FUTURE CAPITAL REQUIREMENTS

In the event that the forthcoming IPO is fully subscribed, it is the Company's assessment that the proceeds will finance DanCann Pharma's growth plan until the Company has sufficient cash flow to sustain its continuous investments. This is estimated to occur during 2022 assuming the underlaying expectations. If the result of the forthcoming IPO ends in the low range, i.e. the Company is only provided the minimum limit of DKK 22.5 million (before issue costs), DanCann Pharma may roll out the business plan and the continued development and growth at a lower pace to stretch the financial resources and/or adjust its business model in order to reduce company costs.

11.2 Interim and other financial information

The Issuer has not prepared or published interim or other financial information since the date of its last audited financial statements.

11.3 Auditing of annual financial information

The audit reports on the special purpose historical financials included in the Prospectus have been issued without qualifications.

The audit report contains report on other legal and regulatory requirements with the following statement:

"The company has failed to submit correct declarations to SKAT, the Danish Tax Authorities. The declaration has subsequently been corrected and paid in full."

The special purpose financials are attached as Appendix A, from where the full audit report can be found.

The Issuer has not prepared other financial information than the special purpose financials used in this Prospectus.

11.5 Significant change in the issuer's financial position

Since 31 August 2020, being the latest balance date in the special purpose financials prepared in this Prospectus, no significant change has occurred in DanCann Pharma's financial position.

11.6 Dividend Policy

The Company does not have a dividend policy. The Board of Directors currently intends to use its available financial resources and free cash flow to invest in the further development of the business including product development and business development. As a consequence, the Board of Directors does not expect to declare dividends for the financial years 2020 and 2021.

Any future dividends, and the amount of such, are dependent on, among other things, the Issuer's future earnings, financial condition, working capital requirements and liquidity. Dividends are decided by the Annual General Meeting based on a proposal from the Board of Directors.

12.
SHAREHOLDER AND SECURITY HOLDER INFORMATION

12.1 Major Shareholders

At the Prospectus Date, the Issuer has been informed that the Shareholders in the table below have an interest in the Issuer's capital or voting rights, which is equal to or above 5% of the Issuer's share capital or total voting rights (Major Shareholders).

NAMES OF MAJOR SHAREHOLDERS	NUMBER OF SHARES	NOMINAL VALUE OF SHARES	NUMBER OF VOTES	SHARE OF OWNERSHIP (%)
JKR Investment Group ApS (CEO Jeppe Krog Rasmussen)	5 280 000	198 000	5 280 000	37.55
JJV Invest AB	1 734 080	65 028	1 734 080	12.33
Futur Pension Forsäkringsaktiebolag	1 246 640	46 749	1 246 640	8.86

No Major Shareholders have different voting rights.

To the Issuer's knowledge, the Issuer is not directly or indirectly owned or controlled by any natural or legal person.

To the Issuer's knowledge, there exists no arrangements in the Issuer as of the Prospectus Date which may at a subsequent date result in or prevent a change in control of the Issuer. At the Prospectus Date, the Shareholders in the Issuer, who have committed themselves to a lock-up (except C-Plus Consult and Per Wester) (see section 9 "Details of the Offer/admission to trading"), have entered into a shareholders' agreement regarding the Issuer. This shareholders' agreement will terminate auto-matically upon the admission of the Shares to trade on Spotlight Stock Market.

12.2 Legal and arbitration proceedings

During the past 12 months, the Issuer has not been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), which may have, or have had, in the recent past significant effects on the Issuer's financial position or profitability.

12.3 Administrative, management and supervisory bodies' and senior management's conflicts of interests

None of the members of the Board of Directors and Executive Management have conflicts of interest with respect to their duties on behalf of the Issuer. Jeppe Krog Rasmussen (CEO), Morten Martinsen (COO), Per Wester (board member) and Carsten Trads (board member) either directly or indirectly own Shares in the Issuer (however, Carsten Trads will not own Shares in the Company until completion of the Offer) (see section 9 regarding "Details of the Offer/admission to trading"). They have (together with the other Lock-up Shareholders) prior to the Offer, by agreement with Corpura Fondkommission AB agreed within a period of twelve months from the first day of trading on Spotlight Stock Market, not to sell any Shares or execute other transactions with equivalent effect as a sale without, in each case, having first obtained a written approval from Corpura Fondkommission AB. In the event that these persons' personal interests as direct or indirect Shareholders in the Issuer do not coincide with the interests of the Issuer, a conflict of interest may arise

Further, on the Company's extraordinary general meeting on 6 July 2020, the Board of Directors was authorized in one or more tranches and in the period until 19 May 2025 to issue warrants granting the right to subscribe for up to 1 017 147 Shares of nominally DKK 0.0375, i.e. up to a total of nominally DKK 38143.0125 Shares in the Company. The warrants shall be issued in favour of the Executive Management and employees of the Company and the Executive Management and employees of the Company's subsidiaries and without pre-emption rights for the Company's Existing Shareholders. The warrants must be issued at market price. Further, the issue of warrants pursuant to this authorisation is conditional on the Company's shares being admitted to trading on Spotlight Stock Market. For further information, please see the articles of association attached as Appendix C.

Based on the significance, complexity and short and compressed implementation phase of the the contemplated IPO on Spotlight Stock Market, the Issuer's Executive Management (CEO, COO and CFO) each receives a success fee of DKK 100 000, if the IPO is completed, and the Company's Shares are admitted to trading on Spotlight Stock Market. The success fee, which is thus contingent on and solely dependent on the result and implementation of the IPO, will be paid out in January 2021.

Apart from the above, there are no further potential conflicts of interest in the administration, management or governing bodies or other people in senior positions in the Issuer, and there are no other natural person or legal entity involved in the Offer that have financial or other relevant interest in the Issuer.

12.4 Related Party transactions

The Issuer's related parties include the Issuer's Board of Directors, the Executive Management and close family members of these persons as well as the Issuer's Major Shareholders. Related parties also include companies in which these persons and shareholders have significant influence. Except for ordinary remuneration of the Board of Direcors and the Executive Management and the success fee arrangement described above under section 5.6, the Issuer has not concluded any related party transactions.

12.5 Share capital

From the Issuer's incorporation until the Prospectus Date, the Issuer's share capital has developed as shown in the table below under events no. 1 to 3. Event no. 4 shows the development of the share capital following completion of the Offer (in case of full subscription), and event no. 5 shows the development of the share capital in case of full exercise of the Warrants.

NO.	DATE	EVENT	NOMINAL SHARE CAPITAL IN DKK (pre event)	NOMINAL SHARE CAPITAL IN DKK (post event)	TOTAL AMOUNT OF SHARES (pre event)	TOTAL AMOUNT OF SHARES (post event)	PRICE PER SHARE	QUOTA VALUE AFTER EVENT (in DKK)
1	20 March 2018	Incorporation	-	1.00	-	1	100	1
2	8 April 2020	Capital increase (cash contribution) and change of the denomination of the Shares	1.00	1.7576	1	175 760	3 149 380 050.42	63 656 590
3	26 June 2020	Issue of bonus shares, change of the denomination of the Shares, and reregistration of the Issuer to a private limited company	1.7576	527 280	175 760	14 060 800	100	63 656 590
4	9 Nov 2020	Issue of the New Shares and Warrants in the Offer	527 280	777 405	14 060 800	20 730 800	12 000 (DKK 4.50 per Share)	93 288 600
5	17 Sep 2021	Full exercise of the Warrants	777 405	877 455	20 730 800	23 398 800	16 000 (DKK 6.00 per Share)	140 392 800*

** This value is based on a price of DKK 6.00 per share as of 17 September 2021 (the last day of the Warrant Exercise Period).*

The first event was the incorporation of the Issuer. The Issuer was founded by CEO Jeppe Krog Rasmussen.

The second event was a pre-IPO capital increase, where 47 investors subscribed for nominally DKK 0.7576 Shares, corresponding to a total subscription amount of DKK 23 859 703.26. On the same extraordinary general meeting, the denomination of the Shares was changed into DKK 0.00001 each Share. A majority of the 47 investors have committed themselves to subscribe for Units in the Offer. See section 9 "Details of the Offer/admission to trading" and Appendix F for a further description of the pre-subscription commitments. Except for Alexander Schoeneck (through his company, JJV Invest AB), none of the 47 investors have committed themselves to a lock-up. The 47 investors are:

The 47 investors are:

Boo Jimmy Mikael Jönsson
Bengt Fredrik Klitte
Jesper Mathias Höög
Paul Richard Christian Johannesson
Alexander Ivarsson
JC Capital Holding AB
Kristoffer Hallden
Pehr Martin Christian Ewe
Erik Arvidsson
Nocroc & Partner AB
Henric Gunnar Stenholm
Andreas Karl Mårten Johansson
Daniel Christofer Erlandsson
Leif Andreas Johansson
Per Christian Staffan Jeppsson
Markus Nils Kinnander
B.R.A Invest i Väst AB
Purchase Partner i Stockholm AB
TFS Holding AB
Per Anders Torsten Nilsson
Johan Erik Rogelind
Dzano Hasanagic
Jan Erik Christer Rogelind
Dzano Consulting AB
Sonny Harald Johansson
Per Jan Mikael Vasilis
Hans Love Ingvard Carlsson
Carl Robert Christofer Bengtsson
Johnson Venture AB
LMK Venture Partners AB
Pierre Almén
Johan Tobias Schön
L&B Ads AB
Hans Anders Martin Bengtsson
Johnson Value AB
Kenneth Andreas Lidesjö
Ulf Jimmie Mathias Landerman
Lars Roland Pålsson
Ahmed Miree Holding AB
Per Magnus Gunnar Olsson
Johan Andreas Valdemar Isaksson Emma Jacobsen
Hugo Franck William Flavet
Johan David Harry Kjell
Consentia Group AB
S. Lundberg Forvältning AB
Alexander Schoeneck

The third event was an extraordinary general meeting in the Issuer on which, among other things, (i) the share capital was increased through issue of bonus shares, (ii) the Issuer was converted to a public limited company (ApS), and (iii) the denomination of the Shares was changed. On an extraordinary general meeting on 6 July 2020, the Issuer was converted to a public limited company.

As of the Prospectus Date, the Issuer's total share capital is nominally DKK 527 280, which is divided into 14 060 800 Shares (the Existing Shares). Each of the Existing Shares has a nominal value of DKK 0.0375.

All of the Existing Shares are fully paid.

Following completion of the Offer, the Issuer's share capital will be increased. Please see section 9 "Details of the Offer/admission to trading" as well as event no. 4 above for a description of the Issuer's share capital immediately after completion of the Of-fer. If the Warrants offered are exercised, the share capital will increase even further (see section 9 "Details of the Offer/admission to trading" as well as event no. 5 above).

No Shares in the Issuer are held by the Issuer itself or by Subsidiaries of the Issuer.

The Board of Directors is authorized, in accordance with Section 169 of the Danish Companies Act, during the period until 2025, on one or more tranches, to issue war-rants in the Issuer to the Executive Management as well as employees of the Issuer and the Issuer's subsidiaries, granting the right to subscribe for up to 1 017 147 Shares of nominally DKK 0.0375, i.e. up to a total of nominally DKK 38 143.0125 Shares in the Issuer, without preemptive rights for the Issuer's Shareholders. The Board of Directors is at the same time authorized, on one or more tranches, to increase the Issuer's share capital as a result of the exercise of warrants. The Board of Directors shall determine the terms for the warrants issued, including the exercise price, and the distribution hereof. The warrants must be issued at market price. Fur-ther, the issue of warrants pursuant to this authorisation is conditional on the Company's shares being admitted to trading on Spotlight Stock Market. For further information, please see the articles of association attached as Appendix C.

As of the Prospectus Date, the Board of Directors has not yet issued any warrants to members of the Executive Management or employees of the Issuer or the Issuer's subsidiaries.

Other than described above, there are no acquisition rights and/or obligations over authorised but unissued capital or any undertakings to increase the capital.

The Issuer's capital is not subject to any option rights.

12.6 Memorandum and Articles of Association

According to clause 7.1 in the Issuer's articles of association, any transfer of Shares requires the prior consent of the Board of Directors, however, this provision does not apply if the Issuer's Shares are admitted to trading on a multilateral trading facility (MFT) (e.g. Spotlight Stock Market). Other than this provision, that does not apply af-ter completion of the Offer, there are no provision in the Issuer's articles of association that would have an effect of delaying, deferring or preventing a change in control of the Issuer. See appendix C for articles of association.

12.7 Material contracts

Other than the material contracts described elsewhere in this Prospectus and such contracts that have been entered into in the ordinary course of business, there are no contracts to which the Issuer is a party which are material to the Issuer and which have been entered into in the past year immediately preceding the date of this Prospectus.

13.
DOCUMENTS AVAILABLE

Copies of the following documents may be inspected during the period in which this Prospectus is in effect:

– The articles of association
– Minutes of extraordinary general meeting dated 8 April 2020.
– Minutes of extraordinary general meeting dated 26 June 2020.
– Minutes of extraordinary general meeting dated 6 July 2020.
– Minutes of extraordinary general meeting dated 21 September 2020

The documents can be inspected on the Issuer's website, www.dancann.com. The articles of association can also be found as appendix C to this Prospectus.

14.
DEFINITIONS

The following terms with an initial capital shall have the following meanings ascribed to them in this Prospectus:

AIP means the Pharmacy Purchase Price (in Danish: Apotekets Indkøbspris).

AMP means Ampere. Ampere is the unit for measuring electricity.

API means Active Pharmaceutical Ingredient (API), also called Active Substance Starting Material (ASSM), is a commodity or intermediate used in the manufacture of a drug which forms an essential part of the structure of the biologically active substance in the drug.

Auditor means the Company's independent auditor, Flemming Bro Lund, MNE no. mne31433, BDO Statsautoriseret Revisionsaktieselskab, company reg. no. (CVR) 20 22 26 70, Markedspladsen 25, 6800 Varde.

BIOTECH PHARM1 means the Company's facility for manufacturing of cannabis bulk (flower and biomass).

BIOTECH PHARM2 means the Company's facility for manufacturing of cannabis intermediate products.

BMS means Building Management System. A Building Management System (BMS), is a computer-based control system installed in buildings that controls and monitors the building's mechanical and electrical equipment such as ventilation, lighting, power systems, fire systems, and security systems.

Board of Directors means the board of directors of the Issuer, consisting of Magnus Østergaard Dahlmann (chairman), Carsten Trads (board member), Per Wester (board member) and Jeppe Krog Rasmussen (board member).

Cannabis Bulk means processed cannabis ready for further processing (e.g. for extraction of cannabis oil) or for packaging in consumer-ready packs so it can become a cannabis primary product.

Cannabis Intermediate Product means produced by labelling a primary product according to the rules. May be sent to wholesale distributors and pharmacies. It is Cannabis Intermediate Product manufacturers who have their products admitted to the DMA's list of products admitted to the Pilot Programme, and who apply for a name for each product.

Cannabis Primary Product means a finished cannabis product from another country that can be imported to the Pilot Programme, and which can be sent to wholesale distributors and pharmacies by producing a cannabis intermediate product. A number of requirements apply to the imported product. The term also covers Danish-grown cannabis packed in consumer-ready packs from cannabis bulk. The Danish-grown primary products can be exported.

Cannabis End-Product means produced from a Cannabis Intermediate Product. The finished Cannabis End-Product may be dispensed to a specific patient according to a Physician's prescription. It is a pharmacy or a hospital pharmacy that is responsible for this final stage of production.

CBD means Cannabidiol. Cannabidiol (CBD) is one of identified cannabinoids in cannabis.

(CMO) CDMO means Contract Development and Manufacturing Organization. A Contract Manufacturing Organization (CMO), sometimes called a Contract Development and Manufacturing Organization (CDMO), is a company that serves other companies in the pharmaceutical industry on a contract basis to provide comprehensive services from drug development through drug manufacturing.

Conventional medicine means the type of medicine that is generally used (the usual practices of the past).

COVID-19 (also SARS-CoV-2) means the infectious disease caused by the most recently discovered coronavirus (Pandemic) in year 2019 / 2020.

CVR no. means the registration number of a Danish company.

DanCann Pharma means the DanCann Pharma A/S, CVR no. 39 42 60 05, Rugvænget 5, DK-6823 Ansager.

Development Scheme (in Danish: Udviklingsordning) means the scheme for companies that allows to develop medicinal cannabis that cannot be dispensed to patients, but according to which the company can cultivate, develop and test medicinal cannabis.

DMA means the Danish Medicines Agency (in Danish: LMST: Lægemiddelstyrensen). The Danish Medicines Agency is the supreme pharmaceutical authority in Denmark. The Danish Medicines Agency (DMA) is responsible for the oversight and regulation of the healthcare and pharmaceutical industries within Denmark.

EER means Energy Efficiency Ratio. EER values are commonly used when looking at the energy efficiency.

EMA means European Medicines Agency. The European Medicines Agency (EMA) is an agency of the European Union (EU) in charge of the evaluation and supervision of medicinal products.

EU means European Union.The European Union (EU) is a political and economic union of 28 member states that are located primarily in Europe.

Executive Management means the executive management of the Issuer, consisting of Jeppe Krog Rasmussen (CEO), Morten Martinsen (COO) and Mads Møller Kristensen (CFO).

Existing Shareholders means those Shareholders in the Issuer as of the Prospectus Date.

Existing Shares means Shares issued in the Issuer as of the Prospectus Date, consisting of a share capital of a nominal value of DKK 527 280, divided into 14 060 800 Shares.

FDA means The Food and Drug Administration (FDA or USFDA) is a federal agency of the United States. The FDA is responsible for protecting and promoting public health through the control and supervision of food safety, tobacco products, dietary supplements, prescription and over-the-counter pharmaceutical drugs (medications), vaccines, biopharmaceuticals, blood transfusions, medical devices, electromagnetic radiation emitting devices (ERED), cosmetics, animal foods & feed and veterinary products.

FMS means Facility Management System. Facilities Management (FM) encompasses a range of disciplines and services to ensure the functionality, comfort, safety and efficiency of a built environment - buildings and grounds, infrastructure and real estate. It includes: Operations and maintenance.

FSA means the Danish Financial Supervisory Authority (in Danish: "Finanstilsynet").

GACP means Good Agricultural and Collection Practice. GACP (Good Agricultural and Collection Practice) is a set of guidelines covering areas of cultivation (from seeds and propagation material), collection, harvest, processing, packaging, personnel, equipment, documentation and others for the sake of satisfying the minimum required quality assurance in plant cultivation.

GDP means Good Distribution Practice or Gross Domestic Product:
- Good Distribution Practice (GDP) describes the minimum standards that a whole-sale distributor must meet to ensure that the quality and integrity of medicines is maintained throughout the supply chain.
- Gross Domestic Product (GDP) is the monetary value of all finished goods and services made within a country during a specific period. GDP provides an economic snapshot of a country, used to estimate the size of an economy and growth rate.

GMP means Good Manufacturing Practice. Good manufacturing practice (GMP) describes the minimum standard that a medicines manufacturer must meet in their production processes. The European Medicines Agency (EMA) coordinates inspections to verify compliance with these standards and plays a key role in harmonising GMP activities at European Union (EU) level.

GTM means Go-To-Market. A Go-To-Market strategy (GTM strategy) is an action plan that specifies how a company will reach target customers and achieve competitive advantage.

IP means Intellectual Property. Intellectual property (IP) refers to creations of the mind, such as inventions; literary and artistic works; designs; and symbols, names and images used in commerce.

IPO means (Initial Public Offering) the admission of the Issuer's Shares and Warrants to trading on Spotlight Stock Market.

IPR means Intellectual Property Rights. Intellectual Property Rights refers to the legal rights granted with the aim to protect the creations of the intellect. These rights include Industrial Property Rights (e.g. patents, industrial designs and trademarks) and Copyright (right of the author or creator) and Related Rights (rights of the performers, producers and broadcasting organisations).

Issuer means DanCann Pharma A/S, CVR no. 39 42 60 05, Rugvænget 5, DK-6823 Ansager.

KOL means Key Opinion Leader. Key Opinion Leader is an expert whose opinion is valued in a specific industry or area of knowledge, and is listened to by a broader audience. KOLs are individuals who are trusted and respected specifically for this knowledge.

Lock-up Shareholders means JKR Investment Group ApS, Morten Martinsen, JJV Invest AB, Hansen & Nytoft Invest ApS, JBJensen ApS, VaVi Invest ApS, HeRoed ApS, C-Plus Consult (Carsten Trads) and Per Wester.

LOI means letter of intent and is a document outlining the understanding between two or more parties which understanding they intend to formalize in a legally binding agreement.

Major Shareholder means a Shareholder in the Issuer who, to the Issuer's knowledge, has an interest in the Issuer's capital or voting rights, which is equal to or above 5% of the Issuer's share capital or total voting rights.

MS means Multiple Sclerosis. Multiple Sclerosis (MS) is a potentially disabling disease of the brain and spinal cord (central nervous system). In MS , the immune system attacks the protective sheath (myelin) that covers nerve fibers and causes communication problems between your brain and the rest of your body.

New Shareholders means those who subscribe for Units in the Offer.

New Shares means the Shares offered in this Prospectus, consisting of minimum 5 002 500 Shares and maximum 6 670 000 Shares, each of a nominal value of DKK 0.0375.

NGO means Non-Governmental Organizations. NGOs are a subgroup of organizations founded by citizens, which include clubs and associations which provide services to its members and others. They are usually nonprofit.

Offer means the Issuer's offer of the Units in this Prospectus.

Offer Price means the price for each Unit, which is DKK 22.50.

OTC-pharmaceutical means Over-the-counter pharmaceutical (no prescription). Over-the-counter (OTC) drugs are medicines sold directly to a consumer without a requirement for a prescription from a healthcare professional, as opposed to prescription drugs (Rx-pharmaceuticals), which may be supplied only to consumers possessing a valid prescription.

Pandemic means an outbreak of a disease that occurs over a wide geographic area and affects an exceptionally high proportion of the population.

Physician means a professional who practises medicine, which is concerned with promoting, maintaining, or restoring health through the study, diagnosis, prognosis and treatment of disease, injury, and other physical and mental impairments.

Pilot Programme (in Danish: Forsøgsordning) means the Danish four-year medical cannabis Pilot Programme that allow Physicians to prescribe a new type of cannabis product which, until now, was not legal in Denmark. The purpose of the Pilot Programme is to offer patients a lawful way of testing treatment with medicinal cannabis if they have not benefitted from

authorised medicines. The Pilot Programme has also opened markets for companies for cultivation, manufacturing and distribution of medical cannabis in Denmark and exports.

PP means Private Placement. A Private Placement is a sale of stock shares to pre-selected investors and institutions.

Pre-IPO means Pre-Initial Public Offering. A Pre-IPO is capital raised by a company in the lead up to its planned IPO.

Prospectus means this prospectus dated 2 October 2020.

Prospectus Date means 2 October 2020, on which date the Prospectus was published.

QA means Quality Assurance. Quality assurance (QA) is a way of preventing mistakes and defects in manufactured products and avoiding problems when delivering products or services to customers.

QMS means Quality Management System. A Quality Management System (QMS) is defined as a formalized system that documents processes, procedures, and responsibilities for achieving quality policies and objectives.

Reimbursement means the act of compensating someone for an out-of-pocket expense by giving them an amount of money equal to what was spent.

Rx-pharmaceutical means A prescription pharmaceutical. A prescription, often abbreviated P_x or Rx, is a health care program implemented by a Physician or other qualified health care practitioner in the form of instructions that govern the plan of care for an individual patient. The term often refers to a health care provider's written authorization for a patient to purchase a prescription drug from a pharmacist.

R&D means research and development and includes activities that the Company undertake to innovate and introduce new products and services. It is the first stage in the development process.

SCI means Spinal Cord Injury. A Spinal Cord Injury (SCI) is damage to the spinal cord that causes temporary or permanent changes in its function.

SDU means University of Southern Denmark.

Shareholder means a shareholder in the Issuer, including the Existing Shareholders and the New Shareholders.

Shares means shares in the Issuer, including the Existing Shares and the New Shares.

SOP means Standard Operating Procedure. A Standard Operating Procedure (SOP) is a set of step-by-step instructions compiled by an organization to help workers carry out complex routine operations.

SPC means Summaries of Product Characteristics (for nationally authorized pharmaceuticals). The Summary of Product **Characteristics (SPC)** is a document approved as part of the marketing authorisation of each medicine.

Spotlight Stock Market means Spotlight Stock Market, Org.no. 556736-8195, that operates a multilateral trading facility (MTF).

Subscription Period means the period from 7 October 2020 to 23 October 2020 where the Offer is open for subscription.

TBI means "to be issued after the IPO pursuant to the Board of Directors' authorization as of 6 July 2020".

THC means Tetrahydrocannabinol. Tetrahydrocannabinol (THC) is one of the cannabinoids identified in cannabis. THC is the principal psychoactive constituent of cannabis.

the Company means DanCann Pharma A/S, CVR no. 39 42 60 05, Rugvænget 5, DK-6823 Ansager.

THCV means Tetrahydrocannabivarin. Tetrahydrocannabivarin (THCV) is one of identified cannabinoids in cannabis.

Units means the units offered in this Prospectus, each consisting of 5 Shares and 2 Warrants.

VP means VP Securities A/S, Weidekampsgade 14, DK-2300 København S.

Warrants means the warrants offered in this Prospectus as part of the Unit (each Unit consists of 5 Shares and 2 Warrants)

Warrant Exercise Period means 1 September 2021 to 17 September 2021.

Warrant Exercise Price means DKK 6.00.

APPENDICES

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varde@bdo.dk
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BDO Statsautoriseret revisionsaktieselskab
Markedspladsen 25
DK-6800 Varde
CVR no. 20 22 26 70

DANCANN PHARMA A/S

RUGVÆNGET 5, 6823 ANSAGER

PUBLIC SPECIAL PURPOSE FINANCIALS
FOR THE PERIOD

20 MARCH 2018 - 31 DECEMBER 2019

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.

CVR NO. 39 42 60 05

CONTENTS

COMPANY DETAILS

Company	DANCANN PHARMA A/S Rugvænget 5 6823 Ansager CVR No.: 39 42 60 05 Established: 20 March 2018 Registered Office: Varde Financial Year: 1 January - 31 December
Board of Directors	Magnus Østergaard Dahlmann, chairman Per Wester Carsten Trads Jeppe Krog Rasmussen
Board of Executives	Jeppe Krog Rasmussen
Auditor	BDO Statsautoriseret revisionsaktieselskab Markedspladsen 25 6800 Varde
Law Firm	Andersen Partners Jernbanegade 31 6000 Kolding

STATEMENT BY BOARD OF DIRECTORS AND BOARD OF EXECUTIVES

Today the Board of Directors and Board of Executives have discussed and approved the Public Special Purpose financials of DANCANN PHARMA A/S for the period 20 March 2018 - 31 December 2019.

The Public Special Purpose financials is presented in accordance with the Danish Financial Statements Act.

In our opinion the public special purpose financials give a true and fair view of the Company's financial position at 31 December 2019 and of the results of the Company's operations and cash flows for the period 20 March 2018 - 31 December 2019.

Ansager, 22 September 2020

Board of Executives

_____
Jeppe Krog Rasmussen

Board of Directors

_____	_____	_____
Magnus Østergaard Dahlmann Chairman	Per Wester	Carsten Trads

_____
Jeppe Krog Rasmussen

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of DANCANN PHARMA A/S

AUDITORS OPINION ON THE PUBLIC SPECIAL PURPOSE FINANCIALS

Opinion
We have audited the public special purpose financials of DANCANN PHARMA A/S for the period 20 March 2018 - 31 December 2019, which comprise income statement, balance sheet, cash flows, notes and a summary of significant accounting policies. The public special purpose financials are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the public special purpose financials give a true and fair view of the assets, liabilities and financial position of the Company at 31 December 2019 and of the results of the Company's operations and cash flows for the period 20 March 2018 - 31 December 2019 in accordance with the Danish Financial Statements Act.

Basis for Opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the public special purpose financials" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's Responsibilities for the public special purpose financials
Management is responsible for the preparation of public special purpose financials that give a true and fair view in accordance with the Danish Financial Statements Act and for such Internal control as Management determines is necessary to enable the preparation of public special purpose financials that are free from material misstatement, whether due to fraud or error.

In preparing the public special purpose financials, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the public special purpose financials unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Management Financial Statements
Our objectives are to obtain reasonable assurance about whether the public special purpose financials as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these public special purpose financials.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the public special purpose financials, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

INDEPENDENT AUDITOR'S REPORT

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the public special purpose financials and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the public special purpose financials or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the public special purpose financials, including the disclosures, and whether the public special purpose financials represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on Management's Review
Management is responsible for Management's Review.

Our opinion on the public special purpose financials does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the public special purpose financials, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the public special purpose financials or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that Management's Review is in accordance with the public special purpose financials and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management's Review.

INDEPENDENT AUDITOR'S REPORT

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Violation of the Danish Withholding Tax Act
Contrary to the Danish Withholding Tax Act the Company has submitted incorrect declarations to SKAT, the Danish Tax Authorities, and the Company's Management may incur liability in this respect. The declaration is subsequently corrected and fully paid up.

Varde, 22 September 2020

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Flemming Bro Lund
State Authorised Public Accountant
MNE no. mne31433

MANAGEMENT'S REVIEW

Principal activities
The principal activities comprise production and development of cannabinoid based medicin as well trade in these - including exports and imports - as well as other related business.

Development in activities and financial position
The company has incurred costs for developing work procedures and the establising of future production, which must be approved by the Danish Medicines Agency. The company's management has chosen to expose all development costs.

On 8 April 2020 the Company had a capital increase of 23,860 T.DKK. This is expected to ensure the company's furtere plans until IPO is carried through on Spotlight Stock Market in Q3-2020.

Significant events after the end of the financial year
No events have occurred after the end of the financial year of material importance for the company's financial position.

INCOME STATEMENT 1 JANUARY - 31 DECEMBER

	Note	2019 DKK	2018 DKK
Staff costs	2	-1,145,558	-70,468
Selling and distribution costs		-11,468	-151
Expenses relating to real property		-303,718	-64,500
Administrative expenses		-106,611	-20,624
Depreciation, amortisation and impairment losses		-7,875	-147
OPERATING LOSS		**-1,575,230**	**-155,890**
Other financial expenses		-11,642	-4,241
LOSS BEFORE TAX		**-1,586,872**	**-160,131**
Tax on profit/loss for the year		0	0
LOSS FOR THE YEAR		**-1,586,872**	**-160,131**
PROPOSED DISTRIBUTION OF DIVIDEND			
Retained earnings		-1,586,872	-160,131
TOTAL		**-1,586,872**	**-160,131**

BALANCE SHEET AT 31 DECEMBER

ASSETS	Note	2019 DKK	2018 DKK
Other plant, machinery, tools and equipment		22,992	0
Leasehold improvements		35,054	4,253
Tangible fixed assets	3	**58,046**	**4,253**
FIXED ASSETS		**58,046**	**4,253**
Other receivables		91,461	19,029
Prepayments and accrued income		21,930	0
Receivables		**113,391**	**19,029**
Cash and cash equivalents		**179,396**	**1**
CURRENT ASSETS		**292,787**	**19,030**
ASSETS		**350,833**	**23,283**

BALANCE SHEET AT 31 DECEMBER

EQUITY AND LIABILITIES	Note	2019 DKK	2018 DKK
Share capital		1	1
Retained profit		-1,747,003	-160,131
EQUITY	4	**-1,747,002**	**-160,130**
Bank debt		0	10,640
Trade payables		99,500	92,625
Payables to owners and management		549,175	47,600
Other liabilities		1,449,160	32,548
Current liabilities		**2,097,835**	**183,413**
LIABILITIES		**2,097,835**	**183,413**
EQUITY AND LIABILITIES		**350,833**	**23,283**
Contingencies etc.	5		
Charges and securities	6		

CASH FLOW STATEMENT 1 JANUARY - 31 DECEMBER

	2019 DKK	2018 DKK
Profit/loss for the year	-1,586,872	-160,131
Reversed depreciation of the year	7,875	147
Change in receivables	-94,362	-19,029
Change in current liabilities (ex bank and tax)	468,487	125,173
CASH FLOWS FROM OPERATING ACTIVITY	**-1,204,872**	**-53,840**
Purchase of tangible fixed assets	-61,668	-4,400
CASH FLOWS FROM INVESTING ACTIVITY	**-61,668**	**-4,400**
Loan from majority owner	501,575	47,600
Increase Loans	955,000	0
Sharecapital payments	0	1
CASH FLOWS FROM FINANCING ACTIVITY	**1,456,575**	**47,601**
CHANGE IN CASH AND CASH EQUIVALENTS	**190,035**	**-10,639**
Cash and cash equivalents at 1. januar	-10,639	0
CASH AND CASH EQUIVALENTS AT 31. DECEMBER	**179,396**	**-10,639**
Specification of cash and cash equivalents at 31 December:		
Cash and cash equivalents	179,396	1
Bank debt	0	-10,640
CASH AND CASH EQUIVALENTS, NET DEBT	**179,396**	**-10,639**

NOTES

	Note
Deferred tax assets A significant tax asset value related to tax loss carryforward is not recognized in the balance as an asset. Management expect future income but have found that it is not likely to predict the time of with necessary certainty to be within the carrying 3-5 years as required in the according regulation. Deferred tax asset is comprises deferred tax on contract work in progress, inventory and intangible and tangible fixed assets.	1

The amount breaks down as follows:

	Carrying Value	Tax Value	Tax depre. or amort. above carrying value
Other plant, machinery, tools and equipment...	22,992	19,863	3,129
Leasehold improvements.....	35,054	30,787	4,267
Taxloss carryforward.....	0	1,743,484	-1,743,484
	58,046	**1,794,134**	**-1,736,088**
Deferred tax assets 31 December 2019.....	**0**		**0**

Staff costs 2

Average number of employees
4 (2018: 1)

Wages and salaries.....	1,131,131	69,616
Social security costs.....	14,427	852
	1,145,558	**70,468**

Tangible fixed assets 3

	Other plant, machinery, tools and equipment	Leasehold improvements
Cost at 1 January 2019.....	0	4,400
Additions.....	26,484	35,184
Cost at 31 December 2019.....	**26,484**	**39,584**
Depreciation and impairment losses at 1 January 2019.....	0	147
Depreciation for the year.....	3,492	4,383
Depreciation and impairment losses at 31 December 2019....	**3,492**	**4,530**
Carrying amount at 31 December 2019.....	**22,992**	**35,054**

NOTES

	Note
Equity	4

	Share capital	Retained profit	Total
Equity at 1 January 2019	1	-160,131	-160,130
Proposed distribution of profit		-1,586,872	-1,586,872
Equity at 31 December 2019	**1**	**-1,747,003**	**-1,747,002**

Contingencies etc. 5

Contingent liabilities
The company has entered into a lease with an annual rent of 258 T.DKK. The lease can be terminated at any time with 6 months notice.

Charges and securities 6
Ingen.

ACCOUNTING POLICIES

The Annual Report of DANCANN PHARMA A/S for 2019 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The Annual Report is prepared consistently with the accounting principles applied last year.

INCOME STATEMENT

Other external expenses
Other external expenses include cost of sales, advertising, administration, buildings, bad debts, etc.

Staff costs
Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.

Financial income and expenses
Financial income and expenses include interest income and expenses as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

BALANCE SHEET

Tangible fixed assets
Other plant, fixtures and equipment and Leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used. As regards self-manufactured assets, the cost price includes cost of materials, components, subcontractors, direct payroll and indirect production costs.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	Residual value
Other plant, fixtures and equipment.....	3-5 years	0 %
Leasehold improvements.....	5 years	0 %

Profit or loss on disposal of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

ACCOUNTING POLICIES

Impairment of fixed assets
The carrying amount of tangible assets are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, the assets are written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

Receivables
Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by impairment losses to meet expected losses.

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Tax payable and deferred tax
Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less borrowing costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the term of loan.

Amortised cost for short-term liabilities usually corresponds to the nominal value.

CASH FLOW STATEMENT

The cash flow statement shows the company's cash flows for the year for operating activities, investing activities and financing activities in the year, the change in cash and cash equivalents of the year and cash and cash equivalents at beginning and end of the year.

Cash flows from operating activities:
Cash flows from operating activities are computed as the results for the year adjusted for non-cash operating items, changes in net working capital and corporation tax paid.

ACCOUNTING POLICIES

Cash flows from investing activities:
Cash flows from investing activities include payments in connection with purchase and sale of intangible and tangible fixed asset and fixed asset investments.

Cash flows from financing activities:
Cash flows from financing activities include changes in the size or composition of share capital and related costs, and borrowings and repayment of interest-bearing debt and payment of dividend to shareholders.

Cash and cash equivalents:
Cash and cash equivalents include bank overdraft and cash in hand.

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registereret, og informationerne er listet herunder.

"Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument."

Carsten Trads
Board member
Serienummer: PID:9208-2002-2-269759424334
IP: 212.112.xxx.xxx
2020-09-22 14:35:16Z
NEM ID

PER WESTER
Board member
Serienummer: 19600924xxxx
IP: 62.65.xxx.xxx
2020-09-22 14:42:48Z
BankID

Jeppe Krog Rasmussen
Chief Executive Officer
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IP: 178.155.xxx.xxx
2020-09-22 15:04:24Z
NEM ID

Jeppe Krog Rasmussen
Board member
Serienummer: PID:9208-2002-2-717791525288
IP: 178.155.xxx.xxx
2020-09-22 15:04:24Z
NEM ID

Magnus Østergaard Dahlmann
Board member, Chairman
Serienummer: PID:9208-2002-2-783542197212
IP: 62.242.xxx.xxx
2020-09-22 16:32:30Z
NEM ID

Flemming Bro Lund
State Authorised Public Accountant
Serienummer: CVR:20222670-RID:26119105
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DANCANN PHARMA A/S

RUGVÆNGET 5, 6823 ANSAGER

PUBLIC SPECIAL PURPOSE FINANCIALS
FOR THE PERIOD

1 JANUARY - 31 AUGUST 2020

The English part of this document is an unofficial translation of the original Danish text, and in case of any discrepancy between the Danish text and the English translation, the Danish text shall prevail.

CVR NO. 39 42 60 05

CONTENTS

COMPANY DETAILS

Company	DANCANN PHARMA A/S Rugvænget 5 6823 Ansager CVR No.: 39 42 60 05 Established: 20 March 2018 Registered Office: Varde Period: 1 January - 31 August
Board of Directors	Magnus Østergaard Dahlmann, chairman Per Wester Carsten Trads Jeppe Krog Rasmussen
Board of Executives	Jeppe Krog Rasmussen
Auditor	BDO Statsautoriseret revisionsaktieselskab Markedspladsen 25 6800 Varde
Law Firm	Andersen Partners Jernbanegade 31 6000 Kolding

STATEMENT BY BOARD OF DIRECTORS AND BOARD OF EXECUTIVES

Today the Board of Directors and Board of Executives have discussed and approved the Public Special Purpose financials of DANCANN PHARMA A/S for the period 1 January - 31 August 2020.

The Public Special Purpose financials is presented in accordance with the Danish Financial Statements Act.

In our opinion the Public Special Purpose financials give a true and fair view of the Company's financial position at 31 August 2020 and of the results of the Company's operations and cash flows for the period 1 January - 31 August 2020.

The Management's Review includes in our opinion a fair presentation of the matters dealt with in the Review.

Ansager, 22 September 2020

Board of Executives

_____
Jeppe Krog Rasmussen

Board of Directors

_____	_____	_____
Magnus Østergaard Dahlmann Chairman	Per Wester	Carsten Trads

_____
Jeppe Krog Rasmussen

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of DANCANN PHARMA A/S

Opinion
We have audited the Public Special Purpose financials of DANCANN PHARMA A/S for the period 1 January - 31 August 2020, which comprise income statement, balance sheet, cash flows, notes and a summary of significant accounting policies. The Public Special Purpose financials are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Public Special Purpose financials give a true and fair view of the assets, liabilities and financial position of the Company at 31 August 2020 and of the results of the Company's operations and cash flows for the period 1 January - 31 August 2020 in accordance with the Danish Financial Statements Act.

Basis for Opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Public Special Purpose financials " section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Management's Responsibilities for the Public Special Purpose financials
Management is responsible for the preparation of Public Special Purpose financials that give a true and fair view in accordance with the Danish Financial Statements Act and for such Internal control as Management determines is necessary to enable the preparation of Public Special Purpose financials that are free from material misstatement, whether due to fraud or error.

In preparing the Public Special Purpose financials , Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Public Special Purpose financials unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Interim Financial Statements
Our objectives are to obtain reasonable assurance about whether the Public Special Purpose financials as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Public Special Purpose financials .

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- *Identify and assess the risks of material misstatement of the Public Special Purpose financials , whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.*
- *Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.*

INDEPENDENT AUDITOR'S REPORT

- *Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.*
- *Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Public Special Purpose financials and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Public Special Purpose financials or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.*
- *Evaluate the overall presentation, structure and contents of the Public Special Purpose financials , including the disclosures, and whether the Public Special Purpose financials represent the underlying transactions and events in a manner that gives a true and fair view.*

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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Management is responsible for Management's Review.

Our opinion on the Public Special Purpose financials does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

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Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that Management's Review is in accordance with the Public Special Purpose financials and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management's Review.

Varde, 22 September 2020

BDO Statsautoriseret revisionsaktieselskab
CVR no. 20 22 26 70

Flemming Bro Lund
State Authorised Public Accountant
MNE no. mne31433

MANAGEMENT'S REVIEW

Principal activities
The principal activities comprise production and development of cannabinoid based medicin as well trade in these - including exports and imports - as well as other related business.

Development in activities and financial position
The company has incurred costs for developing work procedures and the establishing of future production, which must be approved by the Danish Medicines Agency. The company's management has chosen to expose all development costs.

On 8 April 2020 the Company had a capital increase of 23,860 T.DKK. This is expected to ensure the company's further plans until IPO is carried through on Spotlight Stock Markets Denmark in Q3-2020.

Significant events after the end of the financial year
No events have occurred after the end of the financial year of material importance for the company's financial position.

INCOME STATEMENT 1 JANUARY - 31 AUGUST

	Note	2020 DKK	1 January - 31 December 2019 DKK
Staff costs	2	-1,526,326	-1,145,558
Selling and distribution costs		-66,738	-11,468
Expenses relating to real property		-255,381	-303,718
Administrative expenses		-1,746,707	-106,611
Depreciation, amortisation and impairment losses		-19,616	-7,875
OPERATING LOSS		**-3,614,768**	**-1,575,230**
Other financial expenses		-55,273	-11,642
LOSS BEFORE TAX		**-3,670,041**	**-1,586,872**
Tax on profit/loss for the year		0	0
LOSS FOR THE YEAR		**-3,670,041**	**-1,586,872**

BALANCE SHEET AT 31 AUGUST

ASSETS	Note	2020 DKK	31 December 2019 DKK
Other plant, machinery, tools and equipment		264,666	22,992
Leasehold improvements		29,776	35,054
Tangible fixed assets in progress and prepayment		3,184,169	0
Tangible fixed assets	3	**3,478,611**	**58,046**
FIXED ASSETS		**3,478,611**	**58,046**
Other receivables		858,180	91,461
Prepayments and accrued income		659	21,930
Receivables		**858,839**	**113,391**
Cash and cash equivalents		**13,996,364**	**179,396**
CURRENT ASSETS		**14,855,203**	**292,787**
ASSETS		**18,333,814**	**350,833**

BALANCE SHEET AT 31 AUGUST

EQUITY AND LIABILITIES	Note	2020 DKK	31 December 2019 DKK
Share capital		527,280	1
Share premium account		21,148,441	0
Retained profit		-5,417,044	-1,747,003
EQUITY	4	**16,258,677**	**-1,747,002**
Short-term portion of long-term liabilities	5	200,288	0
Trade payables		1,551,732	99,500
Payables to owners and management		0	549,175
Other liabilities		323,117	1,449,160
Current liabilities		**2,075,137**	**2,097,835**
LIABILITIES		**2,075,137**	**2,097,835**
EQUITY AND LIABILITIES		**18,333,814**	**350,833**
Contingencies etc.	6		
Charges and securities	7		

CASH FLOW STATEMENT 1 JANUARY - 31 AUGUST

	2020 1 January - 31 August DKK	1 January - 31 December 2019 DKK
Profit/loss for the year	-3,670,041	-1,586,872
Reversed depreciation of the year	19,616	7,875
Change in receivables	-745,448	-94,362
Change in current liabilities (ex bank and tax)	1,281,189	468,487
CASH FLOWS FROM OPERATING ACTIVITY	**-3,114,684**	**-1,204,872**
Purchase of tangible fixed assets	-3,440,181	-61,669
CASH FLOWS FROM INVESTING ACTIVITY	**-3,440,181**	**-61,669**
Loan from majority owner	-549,175	501,575
Increase Loans	-955,000	955,000
Increase leasing debt	200,288	0
Other capital items - capital raising costs	-2,184,006	0
Sharecapital payments	23,859,726	1
CASH FLOWS FROM FINANCING ACTIVITY	**20,371,833**	**1,456,576**
CHANGE IN CASH AND CASH EQUIVALENTS	**13,816,968**	**190,035**
Cash and cash equivalents at 1. januar	179,396	-10,639
CASH AND CASH EQUIVALENTS AT 31. AUGUST	**13,996,364**	**179,396**
Specification of cash and cash equivalents at 31 August:		
Cash and cash equivalents	13,996,364	179,396
CASH AND CASH EQUIVALENTS, NET DEBT	**13,996,364**	**179,396**

NOTES

Note

Deferred tax assets **1**

A significant tax asset value related to tax loss carryforward is not recognized in the balance as an asset. Management expect future income but have found that it is not likely to predict the time of with necessary certainty to be within the carrying 3-5 years as required in the according regulation.

Deferred tax asset is comprises deferred tax on contract work in progress, inventory and intangible and tangible fixed assets.

The amount breaks down as follows:

	Carrying Value	Tax Value	Tax depre. or amort. above carrying value
Other plant, machinery, tools and equipment...	264,666	14,897	249,769
Leasehold improvements.....	29,776	22,870	6,906
Taxloss carryforward.....	0	2,942,710	-2,942,710
	294,442	**2,980,477**	**-2,686,035**

Deferred tax assets 31 August 2020.....	**0**	**0**

	2020 DKK	1 January - 31 December 2019 DKK
Staff costs **2**		
Average number of employees		
4 (2019: 4)		
Wages and salaries.....	1,437,560	1,131,131
Pensions.....	67,688	0
Social security costs.....	19,521	14,427
Other staff costs.....	1,557	0
	1,526,326	**1,145,558**

NOTES

	Note
Tangible fixed assets	3

	Other plant, machinery, tools and equipment	Leasehold improvements	Tangible fixed assets in progress and prepayment
Cost at 1 January 2020	26,484	39,584	0
Additions	256,012	0	3,184,169
Cost at 31 August 2020	**282,496**	**39,584**	**3,184,169**
Depreciation and impairment losses at 1 January 2020	3,492	4,530	
Depreciation for the year	14,338	5,278	
Depreciation and impairment losses at 31 August 2020	**17,830**	**9,808**	
Carrying amount at 31 August 2020	**264,666**	**29,776**	**3,184,169**
Finance lease assets	236,583		

Equity 4

	Share capital	Share premium account	Retained profit	Total
Equity at 1 January 2020	1	0	-1,747,003	-1,747,002
Capital increase 8 April 2020	1	23,859,725		23,859,726
Capital increase 26 June 2020	527,278	-527,278		
Other capital items - capital raising costs		-2,184,006		-2,184,006
Proposed distribution of profit			-3,670,041	-3,670,041
Equity at 31 August 2020	**527,280**	**21,148,441**	**-5,417,044**	**16,258,677**

Long-term liabilities 5

	31/8 2020 total liabilities	Repayment next year	Debt outstanding after 5 years	30/4 2019 total liabilities	Current portion at the beginning of the year
Lease liabilities	200,288	200,288	0	0	0
	200,288	**200,288**	**0**	**0**	**0**

Contingencies etc. 6

Contingent liabilities
The company has entered into a lease with an annual rent of 263 T.DKK. The lease can be terminated at any time with 12 months notice.

Charges and securities 7
Cash of 526 T.DKK have been set as security in bank until guarantee is settled.

ACCOUNTING POLICIES

The Interim Financial Statements of DANCANN PHARMA A/S for 2020 has been presented in accordance with the provisions of the Danish Financial Statements Act for enterprises in reporting class B and certain provisions applying to reporting class C.

The Interim Financial Statements is prepared consistently with the accounting principles applied last year.

Comparative figures
The comparative figures in the income statement cannot be compared with the current year, as last year covers 12 months and the Interim Financial Statement covers a period of 8 months.

INCOME STATEMENT

Other external expenses
Other external expenses include cost of sales, advertising, administration, buildings, bad debts, etc.

Staff costs
Staff costs comprise wages and salaries, including holiday pay and pensions and other costs for social security etc. for the company's employees. Repayments from public authorities are deducted from staff costs.

Financial income and expenses
Financial income and expenses include interest income and expenses as well as charges and allowances under the tax-on-account scheme etc. Financial income and expenses are recognised in the income statement by the amounts that relate to the financial year.

Tax
The tax for the year, which consists of the current tax for the year and changes in deferred tax, is recognised in the income statement by the portion that may be attributed to the profit for the year, and is recognised directly in the equity by the portion that may be attributed to entries directly to the equity.

BALANCE SHEET

Tangible fixed assets
Other plant, fixtures and equipment and Leasehold improvements are measured at cost less accumulated depreciation and impairment losses.

The depreciation base is cost less estimated residual value after end of useful life.

The cost includes the acquisition price and costs incurred directly in connection with the acquisition until the time when the asset is ready to be used. As regards self-manufactured assets, the cost price includes cost of materials, components, subcontractors, direct payroll and indirect production costs.

Straight-line depreciation is provided on the basis of an assessment of the expected useful lives of the assets and their residual value:

	Useful life	***Residual value***
Other plant, fixtures and equipment	*3-5 years*	*0 %*
Leasehold improvements	*5 years*	*0 %*

Profit or loss on disposal of tangible fixed assets is stated as the difference between the sales price less selling costs and the carrying amount at the time of sale. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

ACCOUNTING POLICIES

Lease contracts
Lease contracts relating to tangible fixed assets where the company bears all material risks and benefits attached to the ownership (finance lease) are recognised as assets in the balance sheet. The assets are at the initial recognition measured at calculated cost equal to the lower of fair value and present value of the future lease payments. The internal interest rate of the lease contract is used as discounting factor or an approximate value when calculating the present value. Finance lease assets are depreciated similarly to the company's other tangible fixed assets.

The capitalised residual lease liability is recognised in the balance sheet as a liability and the interest portion of the lease payment is recognised in the income statement over the term of the contract.

Impairment of fixed assets
The carrying amount of tangible assets are valued on an annual basis for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the net realisable value is lower than the carrying amount, the assets are written down to the lower value.

The recoverable amount is calculated at the higher of net selling price and capital value. The capital value is determined as the fair value of the expected net cash flows from the use of the asset or group of assets and the expected net cash flows from sale of the asset or group of assets after the end of its useful life.

Receivables
Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by impairment losses to meet expected losses.

Accruals, assets
Accruals recognised as assets include costs incurred relating to the subsequent financial year.

Cash and cash equivalents
Cash and cash equivalents include bank overdraft and cash in hand.

Tax payable and deferred tax
Current tax liabilities and receivable current tax are recognised in the balance sheet as the calculated tax on the taxable income for the year, adjusted for tax on the taxable income for previous years and taxes paid on account.

Deferred tax is measured on the temporary differences between the carrying amount and the tax value of assets and liabilities.

Deferred tax assets, including the tax value of tax loss carry-forwards, are measured at the expected realisable value of the asset, either by set-off against tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that under the legislation in force on the balance sheet date will be applicable when the deferred tax is expected to crystallise as current tax. Any changes in the deferred tax resulting from changes in tax rates, are recognised in the income statement, except from items recognised directly in equity.

Liabilities
Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less borrowing costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the term of loan.

Amortised cost for short-term liabilities usually corresponds to the nominal value.

ACCOUNTING POLICIES

Foreign currency translation
Transactions in foreign currencies are translated at the rate of exchange on the transaction date. Exchange differences arising between the rate on the transaction date and the rate on the payment date are recognised in the income statement as a financial income or expense.

If the foreign exchange position is considered to hedge future cash flows, the unrealised exchange adjustments are recognised directly in the equity.

Receivables, payables and other monetary items in foreign currencies that are not settled on the balance sheet date are translated at the exchange rate on the balance sheet date. The difference between the exchange rate on the balance sheet date and the exchange rate at the time of occurrence of the receivables or payables is recognised in the income statement as financial income or expenses.

Fixed assets acquired in foreign currencies are translated at the rate of exchange on the transaction date.

CASH FLOW STATEMENT

The cash flow statement shows the company's cash flows for the year for operating activities, investing activities and financing activities in the year, the change in cash and cash equivalents of the year and cash and cash equivalents at beginning and end of the year.

Cash flows from operating activities:
Cash flows from operating activities are computed as the results for the year adjusted for non-cash operating items, changes in net working capital and corporation tax paid.

Cash flows from investing activities:
Cash flows from investing activities include payments in connection with purchase and sale of intangible and tangible fixed asset and fixed asset investments.

Cash flows from financing activities:
Cash flows from financing activities include changes in the size or composition of share capital and related costs, and borrowings and repayment of interest-bearing debt and payment of dividend to shareholders.

Cash and cash equivalents:
Cash and cash equivalents include bank overdraft and cash in hand.

PENNEO

Underskrifterne i dette dokument er juridisk bindende. Dokumentet er underskrevet via Penneo™ sikker digital underskrift. Underskrivernes identiteter er blevet registereret, og informationerne er listet herunder.

"Med min underskrift bekræfter jeg indholdet og alle datoer i dette dokument."

Carsten Trads
Board member
Serienummer: PID:9208-2002-2-269759424334
IP: 212.112.xxx.xxx
2020-09-22 14:34:31Z
NEM ID

PER WESTER
Board member
Serienummer: 19600924xxxx
IP: 62.65.xxx.xxx
2020-09-22 14:40:02Z
BankID

Jeppe Krog Rasmussen
Chief Executive Officer
Serienummer: PID:9208-2002-2-717791525288
IP: 178.155.xxx.xxx
2020-09-22 15:04:55Z
NEM ID

Jeppe Krog Rasmussen
Board member
Serienummer: PID:9208-2002-2-717791525288
IP: 178.155.xxx.xxx
2020-09-22 15:04:55Z
NEM ID

Magnus Østergaard Dahlmann
Board member, Chairman
Serienummer: PID:9208-2002-2-783542197212
IP: 62.242.xxx.xxx
2020-09-22 15:05:02Z
NEM ID

Flemming Bro Lund
State Authorised Public Accountant
Serienummer: CVR:20222670-RID:26119105
IP: 77.243.xxx.xxx
2020-09-23 07:12:30Z
NEM ID

Penneo dokumentnøgle: C366B-A0SBC-4EAY2-4Q165-WIQNH-OHMM0

Altinget
Altinget is an independently owned public service news provider and the leading political news site in Denmark. Source: https://www.altinget.dk/

Cision
Cision provides public relations services to businesses. Source: https://www.cision.com/us/

eSundhed
eSundhed is a source of statistical knowledge about Danes' health. On eSundhed, patients, students, researchers or healthcare professionals can find public health data at regional, municipal and hospital levels. The site is operated by The Danish Health Authority and The Danish Health Data Authority. All information on eHealth is available to the public. Source: https://www.esundhed.dk/

Forskerzonen (The Research Zone):
Forskerzonen is the place where the researchers themselves speak directly. Here they write about their research and field of research, bring relevant knowledge into the public debate and disseminate it to a wide audience. Forskerzonen is supported by the Lundbeck Foundation. Source: https://videnskab.dk/forskerzonen

German National Association of Statutory Health Insurance Funds (GKV-Spitzenverband)
The German National Association of Statutory Health Inusrance Funds (GKV-Spitzenverband) represents all statutory healthcare and long-term care insurance funds in Germany and, thus, the interests of more than 70 million insured persons and contribution payers when dealing with politics and healthcare providers. Source: https://www.gkv-spitzenverband.de/english/english.jsp

MarketWatch
MarketWatch is a website that provides financial information, business news, analysis, and stock market data. Source: https://www.marketwatch.com/

Prohibition Partners
Prohibition Partners unlocks the potential of cannabis through data, intelligence and strategy.
Prohibition Partners enables its clients to make better business decisions that deliver transformational growth and disrupt mainstream verticals.
Prohibition Partners work with the industry's most influential stakeholders, some of the world's best known brands and an unrivalled network of analysts, innovators and advisors. Source: https://prohibitionpartners.com/

Pro.medicin.dk
Pro.medicin.dk is a website and database containing information about medicines and treatment instructions for Physicians, pharmacists and other health professionals. Source: https://pro.medicin.dk/

The Association of Danish Pharmacies
The Association of Danish Pharmacies is the employer and professional organisation of the pharmacies in Denmark. The 214 members of the association are all proprietor pharmacists in Denmark. Source: https://www.apoteket.dk/~/media/Apotekerforeningen/pdf/2017%20Information%20in%20English%20%20%20apotekerforeningen%20dk.ashx

The Danish Cancer Society
One in every three Danes contract cancer at some point in their lives. Two in three have a relative suffering from cancer. Faced with these figures, the Danish Cancer Society aims to unite the Danish population in a strong, active effort against cancer. Source: https://www.cancer.dk/international/about-the-danish-cancer-society/

The Danish Epilepsy Association
The Danish Epilepsy Association is a national, non-profit membership association founded in 1962 and with approximately 5 500 members. The association depends to a great extent on the voluntary activities of its members who are organized in 12 regional associations. The main objective of the Association is to improve life conditions and life quality of people living with epilepsy.
The aims of the Danish Epilepsy Association can be summarized as follows:
To raise public and professional awareness of epilepsy, treatment of epilepsy, to find causes to epilepsy and to understand both social, psychological and health-related consequences of having epilepsy. Source: https://www.epilepsiforeningen.dk/in-english/

The Danish Fibromyalgia Association
The Danish Fibromyalgia Association is the patient association for fibromyalgia patients and their families. Source: https://www.fibromyalgi.dk/om-dff/english-information/

The Danish Health Authority
The Danish Health Authority has a national responsibility for health issues and works to ensure good public health and uniform healthcare services of high professional quality across Denmark, including effective health emergency management. Source: https://www.sst.dk/en/English

The Danish Health Data Authority
The task of The Danish Health Data Authority is to create coherent health data and digital solutions for the benefit of patients and clinicians, as well as research and administrative purposes in the healthcare system. Source: https://sundhedsdatastyrelsen.dk/da
The Danish Health Data Authority was established on 1 November 2015 and is part of the Ministry of Health in Denmark. The Danish Health Data Authority translate health policy goals into concrete solutions that promote a healthier Denmark. Source:

The Danish Medicines Agency (DMA)
The Danish Medicines Agency is the supreme pharmaceutical authority in Denmark. The Danish Medicines Agency (DMA) is responsible for the oversight and regulation of the healthcare and pharmaceutical industries within Denmark. Source: https://laegemiddelstyrelsen.dk/en/

The Danish Medicines Information (DLI A/S)
DLI A/S is the organization behind leading information providers about medicines in Denmark: Product information and treatment guides, drug education, counseling and market intelligence regarding sales and marketing of drugs. Source: https://dli.dk/Pages/welcome.aspx

The Danish Multiple Sclerosis Society
The Danish Multiple Sclerosis Society has over 60 years of experience in making a difference by leading the way in research, patient support and providing information on Multiple Sclerosis. Source: https://www.scleroseforeningen.dk/viden-og-nyt/om-os/about-us

The Danish Rheumatism Association
The Danish Rheumatism Association is a national NGO with 80 000 members. About 500 of these are voluntary representatives in 22 local constituencies across the country. Source: https://www.gigtforeningen.dk/for-forskere/the-danish-rheumatism-association/

The Danish Society of Polio and Accident Victims
The Danish Society of Polio and Accident Victims works for the integration and equal opportunities of people suffering mobility disabilities as a result of polio, injuries to the spinal cord, whiplash and other injuries resulting from traffic and other accidents. Source: https://www.ptu.dk/

The Danish Spinal Cord Injuries Association
The Danish Spinal Cord Injuries Association is a nationwide self-advocacy organisation for people living with a spinal cord injury and their families, together with SCI healthcare professionals and others who have an interest in the area of SCI. The association, which has its own statutes, forms a special-interest group within the Danish Association for the Disabled. Source: http://www.ryk.dk/presentations-english

The National Patient Register (LPR)
The National Patient Register (LPR) contains information about the times that a person has been in contact with the Danish hospital service as part of e.g. examinations or treatment which is all collated as data in the National Patient Register (LPR) administered by the Danish Health Data Authority. Source: https://www.danishhealthdata.com/find-health-data/Landspatientregisteret

The Register of Medicinal Products Statistics (The Danish National Prescription Registry)
Individual-level data on all prescription drugs sold in Danish community pharmacies has since 1994 been recorded in the Register of Medicinal Products Statistics of the DMA. Source: https://sundhedsdatastyrelsen.dk/da/registre-og-services/om-de-nationale-sundhedsregistre/sygedomme-laegemidler-og-behandlinger/laegemiddelstatistikregisteret

SmerteSagen
SmerteSagen is an interest organization, which, under the name SmerteDanmark, was established at the Annual General Meeting on February 7, 2013.
SmerteSagen is actively working to improve the framework conditions for the over 850 000 Danes over the age of 18 years who suffer from chronic pain affecting relevant agencies, authorities and others which can support efforts to prevent and / or alleviate the major consequences of pain for individuals and for society. Source: http://smertesagen.dk/

University of Southern Denmark
The University of Southern Denmark (Danish: Syddansk Universitet, SDU) is a university in Denmark that has campuses located in Southern Denmark and on Zealand.
As a national institution the University of Southern Denmark (SDU) comprises five faculties – Humanities, Science, Engineering, Social Sciences and Health Sciences totaling 32 departments and 11 research centers.

VEDTÆGTER for DANCANN PHARMA A/S, CVR-nr. 39 42 60 05

1. Navn

1.1 Selskabets navn er DANCANN PHARMA A/S.

1.2 Selskabets binavne er Danish Cannabinoids Pharmaceuticals A/S og Danish Cannabis Pharmaceuticals A/S.

2. Formål

2.1 Selskabets formål er fremstilling og udvikling af cannabinoid-baseret medicin samt handel med denne – herunder eksport og import – samt anden virksomhed og aktiviteter, der efter bestyrelsens skøn står i forbindelse hermed.

3. Selskabskapital

3.1 Selskabet har en selskabskapital på nominelt 527.280 kr.

3.2 Selskabskapitalen er fordelt på kapitalandele med en nominel værdi på 0,0375 kr. pr. kapitalandel.

4. Kapitalandelenes rettigheder

4.1 Hver kapitalandel med en nominel værdi på 0,0375 kr. giver ret til én stemme på generalforsamlingen.

4.2 Kapitalandelene er navnekapitalandele.

4.3 Kapitalandelene er omsætningspapirer.

4.4 Selskabet udsteder ikke ejerbeviser. Kapitalandelene udstedes i papirløs form gennem og registreres hos VP Securities A/S, CVR-nr. 21 59 93 36.

4.5 Selskabets ejerbog føres af VP Investor Services A/S (VP Services A/S), CVR-nr. 30 20 11 83.

THE ARTICLES OF ASSOCIATIONof DANCANN PHARMA A/S, business reg. no. 39 42 60 05

1. Name

1.1 The name of the Company is DANCANN PHARMA A/S.

1.2 The secondary names of the Company are Danish Cannabinoids Pharmaceuticals A/S and Danish Cannabis Pharmaceuticals A/S.

2. Object

2.1 The object of the Company is the production and development of cannabinoid medicine and trade with this – including export and import – and other business and activities related hereto to the judgment of the Board of Directors.

3. Share capital

3.1 The share capital of the Company is DKK 527,280 nominal value.

3.2 The share capital is divided into shares of a nominal value of DKK 0.0375 per share.

4. Rights carried by shares

4.1 Each share of a nominal value of DKK 0.0375 carries the right to one (1) vote at general meetings.

4.2 The shares are registered shares.

4.3 The shares are negotiable instruments.

4.4 The Company does not issue share certificates. The shares are issued in paperless form through and registered with VP Securities A/S, CVR no. 21 59 93 36.

4.5 The Company's register of shareholders is kept by VP Investor Services A/S (VP Services A/S), CVR no. 30 20 11 83.

5. Bemyndigelse til kapitalforhøjelse

5.1 På den ekstraordinære generalforsamling den 6. juli 2020 blev bestyrelsen i henhold til selskabslovens § 155 i perioden frem til den 1. juni 2021 bemyndiget til i forbindelse med den påtænkte optagelse af selskabets kapitalandele på Spotlight Stock Market at foretage én eller flere kapitalforhøjelser i selskabet uden fortegningsret for selskabets eksisterende kapitalejere med op til et nominelt beløb på 394.737 kr. Kapitalforhøjelse skal ske ved kontant indbetaling og til markedskurs.

5.2 De nye kapitalandele jf. punkt 5.1, skal lyde på navn og noteres i selskabets ejerbog, indbetales fuldt ud, være omsætningspapirer, der skal ikke gælde indskrænkninger i kapitalandelenes omsættelighed, og de skal i enhver henseende have samme rettigheder som de eksisterende kapitalandele. Bestyrelsen er bemyndiget til at fastsætte de nærmere vilkår for kapitalforhøjelserne i henhold til ovenstående bemyndigelser og til at foretage ændringer i selskabets vedtægter, der måtte være nødvendige som følge af bestyrelsens udnyttelse af bemyndigelserne.

6. Bemyndigelse til at udstede warrants

6.1 På den ekstraordinære generalforsamling den 6. juli 2020 blev selskabets bestyrelse i henhold til selskabslovens § 169, jf. § 155 bemyndiget til ad én eller flere gange i perioden frem til den 19. maj 2025 at udstede warrants, der giver ret til tegning af op til 1.017.147 stk. kapitalandele a nominelt 0,0375 kr., dvs. op til i alt nominelt 38.143,0125 kr. kapitalandele. Bestyrelsen er samtidig bemyndiget til at foretage den dertil hørende kapitalforhøjelse. De pågældende warrants kan udstedes til fordel for selskabets direktionsmedlemmer og medarbejdere samt til direktionsmedlemmer og medarbejdere i selskabets datterselskaber. De hidtidige kapitalejere skal således ikke have fortegningsret. Udstedelse af warrants i medfør af denne bemyndigelse er betinget af, at selskabets kapitalandele er optaget til handel på Spotlight Stock Market, så disse warrants kan kun udstedes, når selskabets kapitalandele er optaget til handel på Spotlight Stock Market. Bestyrelsen fastsætter de nærmere vilkår for fordelingen og udstedelsen af de pågældende warrants. De pågældende warrants skal udstedes til markedskursen.

6.2 På den ekstraordinære generalforsamling den 21. september 2020 blev selskabets bestyrelse i henhold til selskabslovens § 169, jf. § 155, i perioden frem til den 1. juni 2021 bemyndiget til ad en eller flere gange i forbindelse med den påtænkte optagelse af selskabets kapitalandele på Spotlight Stock Market at udstede warrants, der giver ret til tegning af op til 2.668.000 stk. aktier a 0,0375 kr., dvs. op til i alt nominelt 100.050 kr. aktier. Bestyrelsen er samtidig bemyndiget til at foretage den dertil hørende kapitalforhøjelse. De pågældende warrants kan udstedes til fordel for

5. Authorization to increase the share capital

5.1 At the extraordinary general meeting held on 6 July 2020, the Board of Directors was, pursuant to clause 155 of the Danish Companies Act, in the period until 1 June 2021 authorized in connection with the contemplated admission of the company's shares at Spotlight Stock Market in one or more issues of new shares without pre-emption rights for the Company's existing shareholders by up to a nominal amount of DKK 394,737. The capital increase shall be by way of cash contribution and at market price.

5.2 Shares issued in accordance with article 5.1, shall be issued in the name of the holder and registered in the Company's register of shareholders, be fully paid up, be negotiable instruments, there shall be no restrictions on the negotiability of the shares, and the shares shall in every respect carry the same rights as the existing shares. The Board of Directors is authorized to lay down the terms and conditions for the capital increases pursuant to the above authorizations and to make such amendments to the Company's Articles of Association as may be required as a result of the Board of Directors' exercise of said authorizations.

6. Authorization to issue warrants

6.1 At the extraordinary general meeting held on 6 July 2020, the Board of Directors was, pursuant to article 169 and to article 155 of the Danish Companies Act, authorized in one or more tranches and in the period until 19 May 2025 to issue warrants granting the right to subscribe for up to 1,017,147 shares of nominally DKK 0.0375, i.e. up to a total of nominally DKK 38,143.0125 shares in the Company. The Board of Directors is at the same general meeting authorized to resolve the related capital increase. The said warrants shall be issued in favour of members of the Executive Management and employees of the Company and members of the Executive Management and employees of the Company's subsidiaries and without pre-emption rights for the Company's existing shareholders. The issue of warrants pursuant to this authorisation is conditional on the Company's shares being admitted to trading on Spotlight Stock Market, so the warrants can only be issued when the Company's shares are admitted to trading on Spotlight Stock Market. The Board of Directors lays down the more specific conditions for the distribution and issuance of the said warrants. Said warrant must be issued at market price.

6.2 At the extraordinary general meeting held on 21 September 2020, the Board of Directors was, pursuant to article 169 and to article 155 of the Danish Companies Act, in the period until 1 June 2021 authorized in one or more tranches in connection with the contemplated admission of the company's shares at Spotlight Stock Market to issue warrants granting the right to subscribe for up to 2,668,000 shares of nominally DKK 0.0375, i.e. up to a total of nominally DKK 100,050 shares in the Company. The Board of Directors is at the same general meeting authorized to resolve the related capital increase. The said warrants

dem, der som led i udnyttelsen af bemyndigelsen i punkt 5.1 tegner kapitalandele i forbindelse med den påtænkte optagelse af selskabets kapitalandele på Spotlight Stock Market. De hidtidige kapitalejere skal således ikke have fortegningsret. Tegningskursen ved udnyttelse af de pågældende warrants skal mindst svare til den kurs, der anvendes ved udnyttelsen af bemyndigelsen i punkt 5.1. Bestyrelsen fastsætter i øvrigt de nærmere vilkår for fordelingen og udstedelsen af de pågældende warrants.

6.3 Kapitalandele tegnet på baggrund af warrants udstedt i medfør af punkt 6.1 og punkt 6.2 skal lyde på navn og noteres i selskabets ejerbog, indbetales fuldt ud, være omsætningspapirer, der skal ikke gælde begrænsningerne i kapitalandelenes omsættelighed, og de skal i enhver henseende have samme rettigheder som de eksisterende kapitalandele.

7. Overgang af kapitalandele

7.1 Såfremt selskabets kapitalandele ikke er optaget til handel på et reguleret marked eller en multilateral handelsfacilitet, kræver enhver overgang af kapitalandele i selskabet bestyrelsens forudgående samtykke.

8. Koncernsprog

8.1 Selskabets koncernsprog er engelsk.

9. Ledelsesorganer

9.1 Selskabet ledes af en bestyrelse på 3-8 medlemmer.

9.2 Bestyrelsen varetager den overordnede og strategiske ledelse af selskabet og sikrer en forsvarlig organisation af selskabets virksomhed.

9.3 Bestyrelsens medlemmer afgår hvert år på den ordinære generalforsamling. Genvalg kan finde sted.

9.4 Bestyrelsen vælger selv sin formand.

9.5 Bestyrelsen er beslutningsdygtig, når over halvdelen af samtlige medlemmer er repræsenteret. Beslutninger må dog ikke træffes, uden at så vidt muligt samtlige medlemmer har haft adgang til at deltage i sagens behandling.

shall be issued in favour of those that, further to the exercise of the authorization in Article 5.1, subscribe for shares in connection with the contemplated admission of the company's shares at Spotlight Stock Market and without pre-emption rights for the Company's existing shareholders. The subscription price upon exercising the said warrants must be as a minimum equivalent of the subscription price applied further to the exercise of the authorization in Article 5.1. The Board of Directors lays down otherwise the more specific conditions for the distribution and issuance of the said warrants.

6.3 Shares that are subscribed for on the basis of warrants issued pursuant to articles 6.1 and 6.2 shall be issued in the name of the holder and registered in the Company's register of shareholders, be fully paid up, be negotiable instruments, there shall be no restrictions on the negotiability of the shares, and the shares shall in every respect carry the same rights as the existing shares.

7. Transfer of shares

7.1 Provided that the shares of the Company are not admitted to trading on a regulated market or a multilateral trading facility, any transfer of shares in the Company requires the prior consent of the Board of Directors.

8. Corporate Language

8.1 The Company's corporate language is English.

9. Management bodies

9.1 The Company is managed by a Board of Directors consisting of three (3) to eight (8) members.

9.2 The Board of Directors is in charge of the overall and strategic management of the Company and must ensure proper organisation of the Company's business.

9.3 The members of the Board of Directors retire each year at the annual general meeting. Board members may be re-elected.

9.4 The Board of Directors elects its own chairman.

9.5 The Board of Directors forms a quorum when more than half of its members are represented. However, resolutions cannot be passed without as many members as possible being given access to participate in the transaction of the business.

9.6 De anliggender, der behandles i bestyrelsen, afgøres ved simpelt stemmeflertal.

9.7 Bestyrelsen skal ved en forretningsorden træffe nærmere bestemmelser om udførelse af bestyrelsens hverv.

9.8 Bestyrelsens møder afholdes på engelsk.

9.9 Selskabets bestyrelse ansætter en direktion på 1-8 medlemmer.

9.10 Direktionen varetager den daglige ledelse af selskabet. Direktionen skal følge de retningslinjer og anvisninger, som bestyrelsen har givet.

10. Tegningsregel

10.1 Selskabet tegnes af direktøren og bestyrelsesformanden i forening eller af den samlede bestyrelse.

11. Generalforsamlinger

11.1 Kapitalejernes ret til at træffe beslutninger i selskabet udøves på generalforsamlingen.

11.2 Generalforsamlingen har den højeste myndighed i alle selskabets anliggender inden for de i lovgivningen og disse vedtægter fastsatte grænser.

11.3 Generalforsamlingen afholdes på engelsk.

11.4 Dokumenter udarbejdet til generalforsamlingens interne brug i forbindelse med eller efter generalforsamlingen udarbejdes på engelsk.

11.5 Generalforsamlingen afholdes på selskabets hjemsted. Er det under særlige omstændigheder nødvendigt, kan generalforsamlingen dog afholdes andetsteds.

11.6 Ordinær generalforsamling skal afholdes hvert år i så god tid, at den godkendte årsrapport kan indsendes til Erhvervsstyrelsen, så den er modtaget i styrelsen senest 5 måneder efter regnskabsårets slutning.

9.6 All resolutions by the Board of Directors must be passed by a simple majority of votes.

9.7 The Board of Directors must lay down rules of procedure for the performance of the Board's duties.

9.8 Meetings of the Board of Directors are held in English.

9.9 The Company's Board of Directors appoints an executive board consisting of 1-8 members.

9.10 The Executive Board is in charge of the day-to-day management of the Company. The Executive Board must follow the guidelines and directions of the Board of Directors.

10. Power to bind the Company

10.1 The Company is bound by the joint signatures of the Chief Executive Officer and the Chairman of the Board of Directors or by the joint signatures of all members of the Board of Directors.

11. General meetings

11.1 The shareholders' rights to pass resolutions in the Company are exercised at general meetings.

11.2 The general meetings are vested with the highest authority in all matters of the Company within the limits given by law and these Articles of Association.

11.3 The general meeting of the Company is held in English.

11.4 Documents prepared for the general meeting's internal use in connection with or after the general meeting must be prepared in English.

11.5 General meetings are held at the registered office of the Company. If special circumstances so require, a general meeting may be held elsewhere.

11.6 The annual general meeting must be held in time for the adopted annual report to reach the Danish Business Authority within five (5) months after the end of the financial year.

11.7 Ekstraordinær generalforsamling skal afholdes, når bestyrelsen, den generalforsamlingsvalgte revisor eller kapitalejere, der ejer 5 % af selskabets kapital, forlanger det. Ekstraordinær generalforsamling til behandling af et bestemt angivet emne indkaldes, senest 2 uger efter at det er forlangt.

11.8 Bestyrelsen indkalder til generalforsamling ved elektronisk post (e-mail) til alle i ejerbogen noterede kapitalejere, som har fremsat begæring herom, samt ved offentliggørelse på selskabets hjemmeside. Hvis selskabets kapitalandele er optaget til handel på et reguleret marked eller en multilateral handelsfacilitet, skal indkaldelse endvidere ske i overensstemmelse med de regler, der måtte være fastsat af det regulerede marked eller den multilaterale handelsfacilitet.

11.9 Indkaldelse skal foretages tidligst 4 uger og senest 2 uger før generalforsamlingen.

11.10 Indkaldelsen til generalforsamling skal altid indeholde:

1) Tidspunkt og sted for generalforsamlingen.

2) Dagsorden såvel som de vigtigste forslag under hvert punkt på dagsordenen.

3) En beskrivelse af de procedurer, som kapitalejerne skal overholde for at kunne deltage i og stemme på generalforsamlingen enten personligt eller ved fuldmægtig.

4) Registreringsdatoen, der afgør retten for kapitalejerne til at deltage i og stemme på generalforsamlingen.

5) En beskrivelse af kapitalejernes ret til at stille spørgsmål vedrørende forhold på dagsordenen enten under generalforsamlingen eller ved at stille spørgsmålet til selskabet på forhånd.

6) Den internetadresse, hvor generalforsamlingsdokumenterne og de foreslåede beslutninger er tilgængelige.

7) Det samlede antal kapitalandele og stemmerettigheder på datoen for indkaldelsen.

8) Adressen på selskabets hjemmeside.

11.11 Kapitalejere, der ønsker et bestemt emne optaget på dagsordenen for den ordinære generalforsamling, skal skriftligt fremsætte krav herom over for bestyrelsen. Fremsættes kravet senest 6 uger før generalforsamlingen skal afholdes, har kapitalejeren ret til at få emnet optaget på dagsordenen. Modtager selskabet kravet senere end 6 uger før generalforsamlingens afholdelse, afgør bestyrelsen, om kravet er fremsat i så god tid, at emnet kan optages på dagsordenen.

11.12 Senest 2 uger før generalforsamlingen skal dagsordenen og de fuldstændige forslag, der skal behandles på generalforsamlingen, og for den ordinære generalforsamlings vedkommende tillige årsrapporten, gøres tilgængelige til eftersyn for kapitalejerne.

11.7 Extraordinary general meetings must be held upon request from the Board of Directors, the auditor elected by the general meeting or shareholders who hold 5 % of the share capital. Extraordinary general meetings to transact specific business must be convened within two (2) weeks of receipt of a request to such effect.

11.8 The Board of Directors convenes the general meeting by electronic mail (e-mail) to all those shareholders registered in the shareholders' register who have submitted a request hereof, and by public announcement on the website of the Company. If the Company's shares are admitted to trading on a regulated market or a multilateral trading facility, the notice must also be made in accordance with the rules set by the regulated market or the multilateral trading facility in question.

11.9 Notice of the general meeting must be given no earlier than four (4) weeks before the general meeting and no later than two (2) weeks before the general meeting.

11.10 The notice to convene the general meeting must always include the following:

1) the time and place of the meeting;

2) the agenda as well as the main proposals under each item of the agenda;

3) a description of the procedures the shareholders must comply with in order to participate in and vote at the general meeting either in person or through proxy representative;

4) the registration date that defines the right to participate in and vote at the general meeting;

5) a description of shareholders' right to ask questions related to an item on the agenda either during the meeting or by submitting the question to the Company in advance;

6) the internet address where the general meeting documents and proposed resolutions are available;

7) the total number of shares and voting rights on the date of the notice to convene;

8) the address of the Company website.

11.11 Shareholders who want specific business to be included on the agenda of the annual general meeting must submit a written request to the Board of Directors. If the request is received at least six (6) weeks before the date of the general meeting, the shareholder is entitled to have the item included on the agenda. If the Company receives the request less than six (6) weeks before the date of the general meeting, the Board of Directors will decide whether the request has been made in sufficient time for the item to be included on the agenda.

11.12 The agenda and the complete proposed resolutions and, in case of the annual general meeting, also the audited report, must be available for inspection by the shareholders no later than two weeks before the general meeting.

11.13 Dagsordenen for den ordinære generalforsamling skal som minimum indeholde følgende punkter:

1) Godkendelse af årsrapporten.

2) Anvendelse af overskud eller dækning af underskud i henhold til den godkendte årsrapport.

3) Valg af bestyrelse.

4) Valg af revisor.

11.14 En kapitalejers ret til at deltage i en generalforsamling og afgive stemme fastsættes i forhold til de kapitalandele, kapitalejeren besidder på registreringsdatoen. Registreringsdatoen ligger 1 uge før generalforsamlingens afholdelse. En kapitalejers kapitalbesiddelse og stemmerettighed opgøres på registreringsdatoen på baggrund af notering af de kapitalejerforhold, der er registreret i ejerbogen, samt de meddelelser om ejerforhold, som selskabet har modtaget med henblik på indførsel i ejerbogen.

11.15 En kapitalejers ret til at deltage i en generalforsamling er betinget af, at kapitalejeren senest 3 dage før generalforsamlingens afholdelse har anmeldt sin deltagelse og anmodet om adgangskort. Anmeldelsen af deltagelse er ikke til hinder for, at kapitalejeren, efter at anmeldelse har fundet sted, beslutter at lade sig repræsentere ved fuldmægtig.

11.16 Kapitalejere har ret til at møde på generalforsamlingen ved fuldmægtig. Fuldmægtigen skal kunne fremlægge skriftlig og dateret fuldmagt.

11.17 Kapitalejere eller fuldmægtige kan møde på generalforsamlingen sammen med en rådgiver, når rådgiverens deltagelse er anmeldt i overensstemmelse med punkt 11.15.

11.18 En kapitalejer kan brevstemme. Brevstemmen skal i givet fald være modtaget af selskabet kl. 10.00 dagen før generalforsamlingens afholdelse. For at sikre identifikation af den enkelte kapitalejer, der udnytter sin ret til at brevstemme, skal brevstemmen være underskrevet af kapitalejeren samt med blokbogstaver eller trykte bogstaver angive dennes fulde navn og adresse.

11.19 Selskabet generalforsamlinger er ikke åbne for offentligheden, medmindre bestyrelsen i det enkelte tilfælde giver tilladelse hertil.

11.20 Generalforsamlingen ledes af en af bestyrelsen udpeget dirigent.

11.21 Medmindre andet følger af lovgivningen afgøres alle anliggender på generalforsamlingen ved simpelt stemmeflertal. Står stemmerne lige, er forslaget

11.13 The agenda of the annual general meeting shall as a minimum include the following items:

1) Adoption of the annual report;

2) Application of profit or covering of loss pursuant to the adopted annual report;

3) Election of members of the Board of Directors;

4) Election of auditor(s).

11.14 A shareholder's right to attend and vote at the general meeting shall be determined on the basis of the shares held by the shareholder on the date of registration. The registration date is one (1) week before the date of the general meeting. The number of shares and of votes of each shareholder are calculated on the registration date based on the information in the shareholders' register and the information about ownership that the Company has received for the purpose of it being entered into the shareholders' register.

11.15 To uphold the shareholder's right to attend the general meeting, the shareholder is required to notify the company of his/her attendance and submit a request for an admission card at least three (3) days before the general meeting. Such notification does not prevent the shareholder from subsequently deciding to attend the general meeting by proxy.

11.16 Shareholders are entitled to attend general meetings by proxy. The authorised person must produce a written and dated instrument of proxy.

11.17 Shareholders and proxies may attend general meetings together with a trusted adviser, provided that the attendance of the authorized person is notified according to art. 11.15.

11.18 Shareholders may vote by post, i.e by casting their votes in writing. In such case the vote by post must be received by the Company at the latest at 10 am the day before the general meeting. In order to ensure identification of the shareholder exercising his or her right to vote by post, the vote by post must be signed by the shareholder and in capital letters or printed letters specify the full name and address of the shareholder.

11.19 The general meetings of the Company are not open to the public, unless the Board of Directors in each case has given its consent.

11.20 The general meeting is presided over by a chairman of the meeting elected by the Board of Directors.

11.21 Unless otherwise provided by law, all business transacted at general meetings must be decided by a simple majority of votes. If the number of votes for and against

ikke vedtaget. Personvalg samt anliggender, hvor kapitalejerne skal stemme om flere muligheder ved én afstemning, afgøres ved relativt simpelt flertal. Står stemmerne lige ved personvalg, skal valget afgøres ved lodtrækning.

11.22 Over forhandlingerne på generalforsamlingen skal der føres en protokol, der underskrives af dirigenten.

12. Elektronisk kommunikation

12.1 Selskabet kan anvende elektronisk dokumentudveksling samt elektronisk post (e-mail) i kommunikation mellem selskabet og kapitalejerne. Dette omfatter indkaldelse af kapitalejerne til ordinær og ekstraordinær generalforsamling, herunder de fuldstændige forslag til vedtægtsændringer, tilsendelse af dagsorden, årsrapport mv. samt øvrige generelle oplysninger fra selskabet til kapitalejerne. Selskabet kan altid benytte almindelig brevpost som alternativ til elektronisk kommunikation. Det er kapitalejernes ansvar at sikre, at selskabet er i besiddelse af korrekt elektronisk kontaktoplysning. Kapitalejerne kan få oplysninger om kravene til de anvendte systemer og om fremgangsmåden ved elektronisk kommunikation ved henvendelse til selskabet.

13. Regnskabsår og årsrapporter

13.1 Selskabets regnskabsår løber fra den 1. januar til den 31. december.

13.2 Årsrapporter udarbejdes og aflægges på engelsk.

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I tilfælde af uoverensstemmelse mellem den danske ordlyd af vedtægterne og den engelske oversættelse er den danske ordlyd gældende.

Som ændret på selskabets ekstraordinære generalforsamling den 21. september 2020.

Hans-Christian Ohrt

is the same, the proposed resolution will not be passed. Where votes involve electing people or casting only one vote against several options, these votes must be decided by a relative, simple majority of votes. Where a vote that involves electing people results in a tie, the tie must be decided by lot.

11.22 Minutes recording the proceedings at the general meeting must be kept and must be signed by the chairman of the meeting.

12. Electronic communication

12.1 The Company may use electronic exchange of documents and electronic mails (emails) in the communication between the Company and the shareholders. This includes the notice calling the shareholders to the annual general meeting and the extraordinary general meeting, including the complete proposed resolutions for amendments to the Articles, sending of the agenda, the annual report etc. as well as other general information from the Company to the shareholders. The Company may always use ordinary mail as alternative to electronic communication. The shareholders are responsible for ensuring that the Company has the correct electronic address. The shareholders may find information on the requirements to the systems to be used and the procedures to be followed by contacting the Company.

13. Financial year and Annual Reports

13.1 The financial year of the Company runs from 1 January to 31 December.

13.2 Annual reports shall be prepared and presented in English.

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In case of inconsistency between the Danish wording of the Articles and the English translation, the Danish wording prevails.

Amended at the Company's extraordinary general meeting held on 21 September 2020.

Hans-Christian Ohrt

(These terms and conditions will be added to the Company's the articles of association as a new schedule 6.2.1 as from the date on which the New Shares and Warrants have been issued and registered with the Danish Business Authority)

BILAG 6.2.1 TIL VEDTÆGTER for Dancann Pharma A/S

1. Beslutning

1.1 Generalforsamlingen i Dancann Pharma A/S (herefter "Selskabet") har jf. vedtægternes punkt 6.2 bemyndiget bestyrelsen til at udstede warrants.

1.2 Bestyrelsen har den 2. oktober 2020 besluttet at udnytte bemyndigelsen og udstede warrants, der giver ret til at tegne indtil nominelt 100.050 kr. kapitalandele i Selskabet. Bestyrelsen har samtidig truffet beslutning om den dertil hørende kapitalforhøjelse.

1.3 Selskabets aktionærer har ikke fortegningsret til de udstedte warrants, der udstedes til fordel for dem, der tegner kapitalandele i Selskabet i forbindelse med optagelse af Selskabets kapitalandele til handel på Spotlight Stock Market.

1.4 Bestyrelsen har som led i ovennævnte beslutning fastsat de i dette bilag anførte vilkår for tegning og udnyttelse af de udstedte warrants samt for den dertil hørende kapitalforhøjelse.

2. Warrants

2.1 Der udstedes i alt 2.668.000 stk. warrants, der hver giver ret til at tegne én kapitalandel a nominelt 0,0375 kr.

2.2 Personer, der tegner kapitalandele i Selskabet i forbindelse med optagelse af Selskabets kapitalandele til handel på Spotlight Stock Market, får ret til at tegne 2 warrants for hver gang de tegner 5 kapitalandele a nominelt 0,0375 kr. i Selskabet.

SCHEDULE 6.2.1 OF THE ARTICLES OF ASSOCIATION of Dancann Pharma A/S

1. Resolution

1.1 The general meeting of Dancann Pharma A/S (hereinafter the "Company") has in compliance with Article 6.2 of the Articles of Association authorised the Board of Directors to issue warrants.

1.2 On 2 October 2020, the Board of Directors resolved to exercise the authorisation and issue warrants carrying the right to subscribe for up to nominally DKK 100,050 shares in the Company. The Board of Directors simultaneously made a resolution on the related capital increase.

1.3 The Company's shareholders do not have any pre-emption right to subscribe for the warrants that are issued in favour of those who subscribe for shares in the Company in connection with the Company's shares being admitted to trading on the Spotlight Stock Market.

1.4 As part of the above resolution, the Board of Directors has laid down the terms and conditions set out in this Schedule for subscription and exercise of the issued warrants and for the related capital increase.

2. Warrants

2.1 A total of 2,668,000 warrants will be issued, each carrying the right to subscribe for one (1) share of nominally DKK 0.0375.

2.2 Persons subscribing for shares in the Company in connection with the Company's shares being admitted to trading on the Spotlight Stock Market will be entitled to subscribe for two (2) warrants each time they subscribe for five (5) shares of nominally DKK 0.0375 in the Company.

3. Vederlag for warrants

3.1 De udstedte warrants tildeles vederlagsfrit.

4. Tegningspris

4.1 Ved udnyttelse af de udstedte warrants skal der pr. aktie a nominelt 0,0375 kr. betales et beløb på 6 kr.

5. Udnyttelsesperiode

5.1 De udstedte warrants kan udnyttes i perioden 1. – 17. september 2021 (begge dage inklusive) (herefter "Udnyttelsesperioden").

6. Fremgangsmåde ved udnyttelse af warrants

6.1 Såfremt indehaveren af en eller flere warrants helt eller delvist ønsker at udnytte de pågældende warrants, skal vedkommende fremsende skriftlig meddelelse herom (herefter "Udnyttelsesmeddelelsen") til Selskabet. Udnyttelsesmeddelelsen skal indeholde oplysning om hvor mange warrants, der ønskes udnyttet. Samtidig med fremsendelsen af Udnyttelsesmeddelelsen skal indehaveren overføre tegningsbeløbet til en af Selskabet oplyst bankkonto.

6.2 De nærmere oplysninger til brug for udnyttelse af warrants, herunder oplysninger om hvortil Udnyttelsesmeddelelsen skal fremsendes, og til hvilken bankkonto tegningsbeløbet skal overføres, vil fremgå af Selskabets hjemmeside i mindst 2 uger før Udnyttelsesperioden starter.

6.3 I tilfælde af udnyttelse i henhold til punkt 5 (ordinær udnyttelse) skal Udnyttelsesmeddelelsen og tegningsbeløbet være Selskabet i hænde senest kl. 15 dansk tid den 17. september 2021 (sidste dag i Udnyttelsesperioden).

6.4 I tilfælde af udnyttelse i henhold til punkt 7 (førtidig udnyttelse) skal Udnyttelsesmeddelelsen og tegningsbeløbet være Selskabet i hænde senest kl. 15 dansk tid 1 uge efter, at indehaveren har modtaget oplysning fra Selskabet om den planlagte transaktion.

6.5 Warrants, der ikke udnyttes rettidigt (ved rettidig fremsendelse/overførsel af såvel Udnyttelsesmeddelelsen som tegningsbeløbet), bortfalder uden videre, uden at indehaveren har krav på vederlag og/eller kompensation.

3. Consideration for warrants

3.1 The issued warrants will be allocated free of charge.

4. Subscription price

4.1 When exercising the issued warrants, an amount of DKK 6 is payable per share of a nominal value of DKK 0.0375.

5. Exercise period

5.1 The issued warrants are exercisable during the period 1 - 17 September 2021 (both days included) (hereinafter the "Exercise Period").

6. Procedure for exercising warrants

6.1 If the holder of one or more warrants wants to exercise the warrants in whole or in part, the holder must give the Company written notice thereof (hereinafter the "Exercise Notice"). The Exercise Notice must contain information about the number of warrants the holder wants to exercise. Concurrently with the forwarding of the Exercise Notice, the holder must transfer the subscription amount to a bank account designated by the Company.

6.2 Further information for the exercise of warrants, including information about where to send the Exercise Notice and to which bank account the subscription amount must be transferred, will be available at the Company's website at least two (2) weeks before the Exercise Period begins.

6.3 In the event of exercise under clause 5 (ordinary exercise), the Exercise Notice and the subscription amount must be received by the Company no later than 03:00 p.m. Danish time on 17 September 2021 (the last day of the Exercise Period).

6.4 In the event of exercise under clause 7 (early exercise), the Exercise Notice and the subscription amount must be received by the Company no later than 03:00 p.m. Danish time one (1) week after the holder has received information from the Company about the contemplated transaction.

6.5 Warrants that are not exercised on time (punctual forwarding/transfer of the Exercise Notice as well as of the subscription amount) will lapse without further notice and without the holder being entitled to consideration and/or compensation.

6.6 Ved rettidig udnyttelse af warrants, skal Selskabet senest 2 uger efter Udnyttelsesperiodens udløb foretage anmeldelse af kapitalforhøjelsen til Erhvervsstyrelsen, ligesom Selskabet snarest herefter skal søge de nye kapitalandele optaget til handel på Spotlight Stock Market på lige fod med Selskabets eksisterende kapitalandele.

7. Retsstilling i tilfælde af Selskabets opløsning, fusion, spaltning og afnotering

7.1 Såfremt der træffes beslutning om at opløse, fusionere, spalte eller afnotere Selskabet fra Spotlight Stock Market, kan indehavere af warrants uden hensynstagen til Udnyttelsesperioden i punkt 5 udnytte de udstedte warrants forud for gennemførelsen af den pågældende transaktion.

7.2 Selskabet skal fremsende meddelelse om den planlagte transaktion til indehavere af warrants senest 2 uger før, den pågældende transaktion forventes gennemført. Med meddelelsen skal følge de i punkt 6.2 nævnte oplysninger.

7.3 Vedrørende udnyttelse henvises i øvrigt til punkt 6. Det præciseres i den forbindelse, at warrants, der ikke udnyttes i forbindelse med Selskabets opløsning, fusion, spaltning eller afnotering fra Spotlight Stock Market, bortfalder uden videre, uden at indehaveren har krav på vederlag og/eller kompensation.

8. Retsstilling i tilfælde af ændringer i Selskabets kapitalforhold

8.1 Der foretages ingen ændringer af de udstedte warrants i tilfælde af ændringer i Selskabets kapitalforhold, det være sig ved kapitalforhøjelse, kapitalnedsættelse, udstedelse af fondsandele, udstedelse af warrants, udstedelse af konvertible gældsbreve eller nogen som helst anden begivenhed. Dog foretages der nødvendige konsekvensændringer i tilfælde af ændring af stykstørrelsen på Selskabets kapitalandele.

9. Rettigheder knyttet til warrants

9.1 De udstedte warrants er omsætningspapirer.

9.2 De udstedte warrants giver ikke ret til at stemme på Selskabets generalforsamlinger og giver ikke ret til udbytte.

6.6 Upon the punctual exercise of warrants, the Company must register the capital increase with the Danish Business Authority within two (2) weeks of the end of the Exercise Period, and the Company must as soon as possible thereafter endeavour to have the new shares admitted to trading on the Spotlight Stock Market on equal terms with the Company's existing shares.

7. Legal rights in case of the Company's dissolution, merger, demerger and delisting

7.1 In the event of a resolution to dissolve, merge, demerge or delist the Company from the Spotlight Stock Market, the warrant holders may exercise, without regard to the Exercise Period in clause 5, the issued warrants prior to the conclusion of the transaction concerned.

7.2 The Company must give the warrant holders notice of the contemplated transaction no later than two (2) weeks before the transaction is expected to be concluded. The notice must include the information specified in clause 6.2.

7.3 As regards exercise, reference is also made to clause 6. In that context it is specified that any warrants that are not exercised in connection with the Company's dissolution, merger, demerger or delisting from the Spotlight Stock Market will lapse without further notice and without the holder being entitled to consideration and/or compensation.

8. Legal rights in case of changes in the Company's capital structure

8.1 The issued warrants will not be changed in any respect in the event of changes in the Company's capital structure, either in the event of a capital increase, a capital reduction, issue of bonus shares, issue of warrants, issue of convertible bonds or in any other event. However, any required consequential changes will be made in the event of changes to the denomination of the Company's shares.

9. Rights attached to warrants

9.1 The issued warrants are negotiable instruments.

9.2 The issued warrants do not carry any right to vote at the general meetings of the Company and carry no right of dividend.

10. Bestemmelser vedrørende eventuel kapitalforhøjelse

10.1 For den kapitalforhøjelse, der gennemføres ved en eventuel udnyttelse af de udstedte warrants, gælder følgende:

10.1.1 Kapitalforhøjelsen sker uden fortegningsret for eksisterende kapitalejere.

10.1.2 Det beløb, hvorved selskabskapitalen forhøjes, udgør mindst nominelt 0,0375 kr. og højest nominelt 100.050 kr.

10.1.3 De nye kapitalandele udbydes i størrelser a nominelt 0,0375 kr.

10.1.4 Der skal betales et kontant beløb på 6 kr. pr. aktie a nominelt 0,0375 kr.

10.1.5 De nye kapitalandele skal tilhøre samme kapitalklasse som selskabets øvrige kapitalandele. Såfremt der inden udnyttelsen af de udstedte warrants træffes beslutning om indførelse af forskellige kapitalklasser i Selskabet, skal kapitalandele, der tegnes på baggrund af de udstedte warrants, tilhøre den kapitalklasse, som stiller indehaverne som om, at de udstedte warrants var blevet udnyttet umiddelbart før indførelsen af den eller de nye kapitalklasser.

10.1.6 De nye kapitalandele tillægges samme rettigheder som Selskabets øvrige kapitalandele.

10.1.7 De nye kapitalandele giver ret til udbytte og andre rettigheder i selskabet fra tidspunktet for registrering af kapitalandelene hos Erhvervsstyrelsen.

10.1.8 De nye kapitalandele skal lyde på navn og noteres i Selskabets ejerbog.

10.1.9 De nye kapitalandele skal være omsætningspapirer.

10.1.10 Tegningsbeløbet for de nye kapitalandele skal indbetales i perioden 1. – 17. september 2021.

10.1.11 Selskabet afholder omkostningerne ved kapitalforhøjelsen, der anslås at udgøre 100.000 kr. eksklusive moms.

11. Tvister

11.1 Alle tvister, som måtte opstå i forbindelse med de udstedte warrants, skal afgøres efter dansk ret (bortset fra danske lovvalgsregler, der fører til anvendelse af et andet lands ret) ved de almindelige danske domstole, idet Retten i Kolding skal være værneting i første instans.

10. Provisions on potential capital increase

10.1 The following applies to the capital increase which will be carried through in the event of exercise of the issued warrants:

10.1.1 The capital increase will be carried through without any pre-emption right for the existing shareholders.

10.1.2 The amount by which the share capital is increased is minimum nominally DKK 0.0375 and maximum nominally DKK 100,050.

10.1.3 The new shares will be offered in denominations of nominally DKK 0.0375.

10.1.4 A cash amount of DKK 6 is payable per share of nominally DKK 0.0375.

10.1.5 The new shares will belong to the same share class as the other shares in the Company. If a resolution is made to introduce different share classes in the Company before the issued warrants are exercised, shares subscribed for on the basis of the issued warrants will belong to the share class which will place the holders in the position as if the issued warrants had been exercised immediately before the introduction of the new share class(es).

10.1.6 The new shares will carry the same rights as the Company's other shares.

10.1.7 The new shares will carry a right of dividend and other rights in the Company from the date of registration of the shares with the Danish Business Authority.

10.1.8 The new shares will be registered shares and will be registered in the Company's register of shareholders.

10.1.9 The new shares will be negotiable instruments.

10.1.10 The subscription amount for the new shares is payable during the period 1 - 17 September 2021.

10.1.11 The Company pays the costs relating to the capital increase, which are estimated at DKK 100,000 exclusive of VAT.

11. Disputes

11.1 Any dispute arising out of or in connection with the issued warrants will be settled pursuant to Danish law (with the exception of any conflict of laws rules which may lead to the application of other law than Danish law) by the ordinary Danish courts of law, as the Court in Kolding is the court of first instance.

SAMMANFATTNING

1. INLEDNING		
1.1	Värdepapprens namn och ISIN-kod:	Erbjudandet består av units i DanCann Pharma A/S. 1 unit består av 5 aktier och 2 teckningsoptioner i DanCann Pharma A/S. Aktie: ISIN-kod DK0061410487, ticker DANCAN. Teckningsoption TO 1: ISIN-kod DK0061410560, DANCAN TO 1.
1.2	Emittentens namn och kontaktuppgifter:	Emittenten är DanCann Pharma A/S, org.nr (CVR-nummer) 39 42 60 05. Emittentens adress är Rugvænget 5, DK-6823 Ansager. Emittenten kan nås på telefonnummer +45 29 63 69 20 eller e-post info@dancann.com. Identifieringskod för juridiska personer (LEI): 549300KLXQ6IC2YUUB58.
1.3	Namn och kontaktuppgifter till behörig myndighet som har godkänt prospektet:	Föreliggande prospekt har godkänts av danska Finansinspektionen (på danska: Finanstilsynet) som behörig myndighet i enlighet med förordning (EU) 2017/1129. Myndighetens adress är Århusgade 110, DK-2100 Köpenhamn Ø. Finanstilsynet kan kontaktas på telefon (+45 33 55 82 82), fax (+45 33 55 82 00) eller e-post (finanstilsynet@ftnet.dk).
1.4	Datum då prospektet godkändes:	Finanstilsynet godkände föreliggande prospekt den 2 oktober 2020.
1.5	Varning:	Den här sammanfattningen ska läsas som inledning till prospektet. Varje beslut som investeraren fattar att investera i värdepappren ska baseras på övervägande av föreliggande prospekt i sin helhet. Investeraren kan förlora hela eller delar av det investerade kapitalet. Om ett yrkande som avser informationen i föreliggande prospekt görs vid domstol, kan investeraren, det vill säga käranden, enligt nationell lag behöva stå för kostnaderna för att översätta prospektet innan det rättsliga förfarandet kan inledas. Civilrättsligt ansvar gäller endast de personer som har sammanställt sammanfattningen, inklusive översättningar av denna, men bara där sammanfattningen är vilseledande, felaktig eller inkonsekvent när den läses tillsammans med övriga delar av prospektet, eller där den, när den läses tillsammans med övriga delar av prospektet, inte ger viktig information för att hjälpa investerare som överväger att investera i värdepappren.
1.6		En svensk översättning av denna sammanfattning av Prospektet bifogas som bilaga E.

2. VIKTIG INFORMATION OM EMITTENTEN		
2.1	Vem emitterar värdepappren?	**2.1.1** Information om emittenten: DanCann Pharma är ett danskt aktiebolag med säte i Danmark och verksamhet som bedrivs enligt dansk lag. Emittenten grundades den 20 mars 2018 och Jeppe Krog Rasmussen är grundare och vd. DanCann Pharmas affärsidé är att importera, forska inom, producera och sälja medicinsk cannabis. Per dagen för Prospektet har emellertid emittenten ännu inte inlett all verksamhet, i och med att flera av bolagets verksamheter håller på att etableras. Med intäkterna från emissionen av units kommer emittenten att kunna inleda verksamheterna i enlighet med tillståndet från DMA. Per dagen för Prospektet har DanCann Pharma erhållit en licens inom "Development Scheme". Men DanCann Pharma avser även att få båda licenserna inom Pilotprogrammet, vilket gör det möjligt för företaget att importera och / eller producera medicinsk cannabis som kan säljas och / eller exporteras. Vidare måste DanCann Pharmas egentillverkade och importerade produkter genomgå en godkännandeprocess hos DMA innan försäljning och / eller export kan påbörjas enligt licenser och godkännanden. Tabellen nedan visar emittentens största aktieägare per dagen för Prospektet. Vad emittenten känner till så kontrolleras emittenten varken direkt eller indirekt av någon fysisk eller juridisk person.

Största aktieägares namn	**Antal aktier**	**Aktiernas nominella värde**	**Antal röster**	**Ägarandel (i procent)**
JKR Investment Group ApS (Jeppe Krog Rasmussen)	5 280 000	198 000	5 280 000	37,55
JJV Invest AB	1 734 080	65 028	1 734 080	12,33
Futur Pension Forsäkringsaktiebolag	1 246 640	46 749	1 246 640	8,86

2.2	Vilken viktig finansiell information finns det om emittenten?	Emittenten grundades den 20 mars 2018 och har sedan dess lämnat in två årsredovisningar till den danska företagsmyndigheten Erhvervsstyrelsen. Årsredovisningarna för 2018 och 2019, som finns öppet tillgängliga hos det danska företagsregistret, har i enlighet med danska lagen om finansiella rapporter inte reviderats. Information och presentationer i årsredovisningar är dessutom begränsade till ett minimum i enlighet med danska lagen om finansiella rapporter. Vid utarbetandet av prospektet har räkenskaper för särskilt ändamål upprättats och reviderats. Nedan finns nyckeltal för emittenten, vilka har hämtats från räkenskaperna för särskilt ändamål för perioderna (i) 20 mars 2018 till 31 december 2018, (ii) 2019 och (iii) 1 januari 2020 till 31 augusti 2020. Räkenskaperna för särskilt ändamål har reviderats och upprättats i enlighet med danska lagen om finansiella rapporter för företag i rapporteringsklass B och vissa bestämmelser som avser rapporteringsklass C. Emittentens oberoende revisor är BDO Statsautoriseret Revisionsaktieselskab, org.nr (CVR) 20 22 26 70, Markedspladsen 25, 6800 Varde. Bolaget har upprättat räkenskaperna för särskilt ändamål för användning i föreliggande prospekt och har granskats av BDO, Statligt auktoriserad revisor Flemming Bro Lund, MNE no. mne31433. Räkenskaperna för särskilt ändamål finns i bilaga A. I räkenskaperna för särskilt ändamål som har upprättats för föreliggande prospekt, redovisas inte uppskjuten skattefordran i balansräkningen. I resultaträkningen lämnas dessutom utförligare information. De redovisningsprinciper som används är desamma för alla perioder som redovisas i räkenskaperna för särskilt ändamål.

NYCKELTAL (DKK 1 000)	01.01.20-31.08.20	01.01.19 – 31.12.19	20.03.18 -31.12.18
Personalkostnader	-1 526	-1 146	-70
Försäljnings- och distributionskostnader	-67	-11	0
Kostnader för fast egendom	-255	-304	-65
Administrativa kostnader	1 747	-107	-21
Avskrivningar och nedskrivningar	-20	-8	0
Rörelseresultat (EBIT)	-3 615	-1 575	-156
Årets resultat	-3 670	-1 587	-160
Balansräkning	18 334	351	23
Eget kapital	16 259	-1 747	-160

KASSAFLÖDESANALYS (DKK 1 000)	01.01.20-31.08.20 DKK	01.01.19-31.12.19 DKK	20.03.18-31.12.18 DKK
Årets resultat	-3 670	-1 587	-160
Årets återförda avskrivningar	19	8	0
Förändring av fordringar	-745	-94	-19
Förändring av kortfristiga skulder (ex bank och skatt)	1 281	468	125
Kassaflöde från den löpande verksamheten	**-3 115**	**-1 205**	**-54**
Köp av materiella anläggnings-tillgångar	-3 440	-62	-4
Kassaflöde från investeringsverksamheten	**-3 440**	**-62**	**-4**
Lån från majoritetsägare	-549	502	47
Låneökning	-955	955	0
Ökad leasingskuld	200	0	0
Övriga kapitalposter - kapitalanskaffningskostnader	-2 184	0	0
Betalning av aktiekapital	23 860	0	0
Kassaflöde från finansieringsverksamheten	**20 372**	**1 457**	**47**
Förändring av likvida medel	**13 817**	**190**	**-11**
Likvida medel 1 januari.	179	-11	0
Likvida medel 31.08/31.12	**13 996**	**179**	**-11**
Specificering av likvida medel 31.08/31.12:			
Likvida medel	13 996	179	0
Bankskuld	0	0	-11
Likvida medel, nettoskuld	**13 996**	**179**	**-11**

2.3	Vilka specifika centrala risker finns vad gäller emittenten?	Nedan listas de sex största risker som är specifika för emittenten, samtliga med angiven risknivå (hög, måttlig eller låg): Tillstånd och godkännande(n) från DMA Per datumet för Prospektets godkännande har inte DanCann Pharma alla de tillstånd som behövs för att bedriva sin verksamhet. Tillstånd måste erhållas från DMA innan det går att marknadsföra och sälja medicinsk cannabis. Det finns risk för att DanCann Pharma inte erhåller nödvändiga tillstånd från DMA. Detta medför en risk för DanCann Pharmas förmåga att temporärt eller permanent generera intäkter. Om inte DanCann Pharma erhåller nödvändiga tillstånd från DMA, finns det en risk för att DanCann Pharmas resultat och finansiella ställning påverkas negativt. Risknivå: Måttlig **Inga historiska intäkter** DanCann Pharma bildades 2018 och har ännu inte bedrivit någon verksamhet. Det finns en risk för att bolaget inte kan lansera några nya produkter eller lansera produkter i den utsträckning som bolaget har för avsikt; se även ovan gällande risken avseende tillstånd och godkännande(n) från DMA. Det faktum att DanCann Pharma ännu inte har bedrivit någon verksamhet och inte haft några historiska intäkter gör att det är svårt att på förhand förutse DanCann Pharmas försäljningspotential. Risknivå: Måttlig **Marknadstillväxt** DanCann Pharma planerar att expandera starkt under de närmaste åren, först genom att öka marknadsandelarna i bolagets hemland och sedan genom att etablera sig i nya länder och regioner. Det finns en risk för att tillväxten för medicinsk cannabis på den europeiska marknaden inte kommer att realiseras. Tillväxtprognosen för medicinsk cannabis utgör en betydande andel av de totala europeiska läkemedelskostnaderna. Det finns en risk för att etableringar blir försenade vilket leder till förlorade intäkter. Risknivå: Måttlig **Konkurrenter** Vissa av DanCann Pharmas konkurrenter och framtida potentiella konkurrenter är multinationella företag med stora finansiella resurser. Det finns en risk för omfattande investeringar och produktutveckling från en eller flera konkurrenter, vilket kan leda till försämrad försäljning eller försämrade intäktsmöjligheter för DanCann Pharma, eftersom konkurrenter kan utveckla produkter som överträffar bolagets produkter och därigenom vinner marknadsandelar. Risknivå: Måttlig **Priser** Marknadspriserna på medicinsk cannabis förväntas sjunka på sikt. Det finns en risk för att den här utvecklingen går snabbare än väntat med minskade marginaler som följd. Detta kan i slutändan påverka bolagets intäkter negativt Risknivå: Måttlig **Etiska risker** DanCann Pharma bedriver sin verksamhet i en ny bransch. Det finns en risk för att DanCann Pharmas verksamhet och/eller bransch uppfattas som kontroversiell. Det finns därför en risk för negativa annonser eller budskap, oavsett om dessa är berättigade eller inte, som kan påverka DanCann Pharmas renommé och finansiella ställning. Risknivå: Måttlig till låg

3. VIKTIG INFORMATION OM VÄRDEPAPPREN		
3.1	Hur ser värdepappren ut i huvuddrag?	**3.1.1 Information om värdepappren:** I föreliggande Prospekt erbjuder emittenten units som vardera består av fem (5) aktier och två (2) teckningsoptioner i bolaget. Erbjudandet består av minst 5 002 500 aktier och högst 6 670 000 aktier om nominellt 0,0375 DKK vardera (Aktierna som erbjuds i föreliggande prospekt omnämns som Nya Aktier). Erbjudandet består av minst 2 001 000 teckningsoptioner och högst 2 668 000 teckningsoptioner, vilka vardera ger rätt att teckna sig för en (1) aktie i bolaget om nominellt 0,0375 DKK. Alla Aktier (inklusive Nya Aktier samt Aktier emitterade genom utnyttjande av teckningsoptioner) ingår i samma aktieslag (eftersom det endast finns ett aktieslag) och omfattar samma rättigheter. När erbjudandet har slutförts förväntas aktierna och teckningsoptionerna handlas på Spotlight Stock Market. Aktiernas ISIN-kod är DKK DK0061410487. Teckningsoptionernas (TO 1) ISIN-kod är DKK DK0061410560. Aktierna och teckningsoptionerna är emitterade i danska kronor (DKK), och emittentens aktier och teckningsoptioner emitteras i enlighet med dansk lag. De nya aktierna (och aktier emitterade genom utnyttjande av teckningsoptionerna) får samma rättigheter som befintliga aktier. Detta innefattar rösträtt, rätten att erhålla utdelning, rätten till del av emittentens vinst, rätten att ta del av eventuellt överskott vid en eventuell likvidation och förköpsrätt i samband med emission av nya/ytterligare teckningsoptioner, konvertibla obligationer och aktier genom kontanttillskott. Alla aktier har dessutom samma senioritet i emittentens kapitalstruktur vid händelse av insolvens. Teckningsoptionerna ger inte investerarna dessa rättigheter (innan de är utnyttjade).

		De nya aktierna (och aktier emitterade genom utnyttjande av teckningsoptionerna) kommer att innehålla rätt att erhålla utdelning från datumet då aktierna registreras hos de danska företagsmyndigheterna. Utdelning betalas till investerare som är registrerade aktieägare i aktieboken som förs av VP Securites A/S på avstämningsdagen då utdelningen fördelas. Utdelningen är ingen ackumulerad utdelning. Det finns inga begränsningar som avser utdelning eller särskilda förfaranden för aktieägare utanför Danmark, och betalning av eventuell utdelning sker genom VP Securities A/S på samma sätt som för aktieägare som är bosatta i Danmark. Om inte aktieägaren har gjort anspråk på utdelningen inom tio år från det att information om utdelningen lämnades, tillfaller den emittenten. Emittenten har ingen utdelningspolicy, och intäkterna från föreliggande börsintroduktion är inte avsedda att delas ut till aktieägarna som utdelning. Intäkterna är avsedda att investeras i emittentens verksamhet.
3.2	Var kommer värdepappren att handlas?	Aktierna och teckningsoptionerna i DanCann Pharma är tänkta att handlas på Spotlight Stock Market som har en multilateral handelsplattform (MTF). Regleringen av värdepapper noterade på Spotlight är inte lika omfattande som för värdepapper som får handlas på reglerade marknader. Aktierna (nya aktier) och teckningsoptionerna i erbjudandet väntas bli godkända för handel på Spotlight Stock Market i samband med att styrelsen registrerar emissionen av units. Förutsatt att erbjudandet slutförs, vilket förutsätter att tillräckligt många investerare tecknar sig för erbjudandets units, väntas handeln med emittentens aktier och teckningsoptioner på Spotlight Stock Market inledas den 12 november 2020
3.3	Finns det någon garanti kopplad till värdepappren?	Det finns ingen garanti kopplad till de nya aktierna eller teckningsoptionerna.

3.4	Vilka specifika centrala risker finns vad gäller värdepappren?	**Aktierna har tidigare aldrig handlats offentligt** Aktierna och teckningsoptionerna i DanCann Pharma är planerade att noteras på Spotlight Stock Market. Det finns en risk för att handeln med aktierna i DanCann Pharma på Spotlight Stock Market blir mycket begränsad och att aktieägarna därmed inte kommer att kunna avyttra sina aktier/teckningsoptioner eller endast avyttra sina aktier/teckningsoptioner med förlust. Aktiekursen kan också bli föremål för betydande fluktuationer. Aktiekursen kan exempelvis påverkas av förändringar i utbud och efterfrågan, möjligheten att göra vinst samt förändringar i det allmänna ekonomiska läget. Den generella volatiliteten på aktiemarknaden kan vidare leda till att aktiekursen devalveras. Risknivå: Måttlig **Utdelning** DanCann Pharma har hittills inte gjort några utdelningar till sina aktieägare. DanCann Pharma befinner sig i utvecklingsfasen och eventuella tillgängliga medel i bolaget är i första hand tänkta att investeras i DanCann Pharmas fortsatta utveckling. Det finns en risk för att framtida kassaflöden inte kommer att överstiga DanCann Pharmas kapitalbehov och att inga utdelningar kommer att göras till aktieägarna i framtiden. Risknivå: Måttlig **Spotlight Stock Market** Aktierna och teckningsoptionerna i DanCann Pharma är planerade att handlas på Spotlight Stock Market, ett företagsnamn till ATS Finans AB som är ett värdepappersbolag som står under svenska Finansinspektionens tillsyn. Spotlight Stock Market har en multilateral handelsplattform (MTF). Företag vars aktier är noterade på Spotlight Stock Market omfattas inte av alla bestämmelser som gäller för företag noterade på en reglerad marknad. Det finns därmed en risk för att investeringar i aktier som handlas på Spotlight Stock Market är föremål för högre risker än investeringar i aktier som handlas på en reglerad marknad. Risknivå: Måttlig

4. VIKTIG INFORMATION OM ERBJUDANDET AV VÄRDEPAPPER TILL ALLMÄNHETEN		
4.1	Under vilka förutsättningar och inom vilket tidsintervall kan jag investera i värdepappret?	**Erbjudandet** Befintliga aktieägare, allmänheten och professionella investerare i Sverige och Danmark inbjuds härmed att teckna units i Bolaget. Bolagets styrelse har den 2 oktober 2020 beslutat, baserat på två bemyndiganden från den extra bolagsstämman den 6 juli 2020 respektive 21 september 2020, att genomföra en nyemission av units. Teckningskursen är 22,50 DKK per unit. Emissionen genomförs utan företrädesrätt för befintliga aktieägare. Skälet till att frångå aktieägares företrädesrätt är för att Bolaget ska kunna bredda ägandet samt tillföra Bolaget rörelsekapital för utveckling av verksamheten En (1) unit består av fem (5) aktier och två (2) teckningsoptioner av serie TO 1. Priset per unit är 22,50 DKK, vilket motsvarar ett pris om 4,50 DKK per aktie. Teckningsoptionerna emitteras vederlagsfritt.ayment. Genom emissionen kan Bolagets aktiekapital öka med högst 250 125 DKK genom emission av högst 6 670 000 aktier, envar med ett kvotvärde om 0,0375 DKK per aktie. Det totala emissionsbeloppet uppgår till högst 30 015 000,00 DKK. Det högsta antalet units som emitteras genom emissionen är 1 334 000 stycken. Varje unit innehåller två (2) teckningsoptioner. Det högsta antalet teckningsoptioner av serie TO 1 som emitteras är 2 668 000 stycken. Om samtliga teckningsoptioner av serie TO 1 nyttjas kommer aktiekapitalet att öka med 16 008 000 DKK. (6 DKK per teckningsoption).

		TECKNINGSKURS Teckningskursen är 22,50 DKK per unit. Courtage kan förekomma. Det lägsta antalet units som kan tecknas för (av varje tecknare) är 200 units, vilket motsvarar 4 500 DKK. VÄRDERING DanCann Pharma värdering före nyemissionen av Units uppgår till cirka 63,3 MDKK. TECKNINGSPERIOD Teckning av units ska ske under tiden från den 7 oktober 2020 till och med den 23 oktober 2020. En ifylld och undertecknad anmälningssedel ska vara Nordic Issuing tillhanda senast klockan 15.00 (3pm) den 23 oktober 2020. Anmälningssedlar skickade per post bör skickas i god tid före sista teckningsdag. TECKNINGSFÖRBINDELSER Bolaget har fått teckningsförbindelser uppgående till cirka 22,5 miljoner DKK, vilket motsvarar cirka 75 procent av emissionsvolymen. Det innebär att cirka 25 procent av emissionsvolymen är tillgänglig för teckning av aktieägare och övriga investerare. Totalt 57 investerare, inklusive en majoritet av de 47 investerare som deltog i kapitalökningen den 8 april 2020, har förbundit sig att teckna units i Erbjudandet TECKNINGSOPTIONER En (1) teckningsoption i serie TO 1 ger rätt att teckna en (1) ny aktie med ett teckningspris på 6,00 DKK under teckningsperioden 1 september 2021 till 17 september 2021 (period för utnyttjande av teckningsoptionerna). Om alla teckningsoptioner utnyttjas under den här perioden kommer bolaget att erhålla ytterligare 16 008 000 DKK före emissionskostnader. De fullständiga villkoren för teckningsoptionerna anges i bilaga D. Villkoren i bilaga D kommer att läggas till bolagets bolagsordning som ett nytt schema 6.2.1 från och med den dag då de nya aktierna och teckningsoptionerna har utfärdats och registrerats hos den danska företagsmyndigheten. OFFENTLIGGÖRANDE AV UTFALLET I EMISSIONEN Snarast möjligt efter att teckningstiden avslutats kommer Bolaget att offentliggöra utfallet av erbjudandet. Offentliggörande är planerat till 28 oktober 2020 och kommer att ske genom pressmeddelande och finnas tillgängligt på Bolagets hemsida samt Spotlight Stock Markets hemsida. UTSPÄDNING TILL FÖLJD AV ERBJUDANDET Emissionen av nya aktier under erbjudandet kommer att öka emittentens aktiekapital nominellt med 187 593,75 DKK vid en lägsta teckning och med 250 125 DKK vid högsta teckning. När erbjudandet har slutförts kommer befintliga aktier, som har emitterats per prospektdagen, att utgöra cirka 74 procent av emittentens totala aktiekapital vid lägsta teckning och cirka 68 procent vid högsta teckning. Utöver vad som nämns ovan kommer befintliga aktier att utspädas ytterligare när (och om) teckningsoptionerna utnyttjas. UPPSKATTNING AV TOTALA KOSTNADER FÖR ERBJUDANDET Förutsatt att erbjudandet genomförs och att alla units tecknas, beräknas avgifter kopplade till transaktionen (inklusive arvoden och omkostnader för rådgivare) uppgå till cirka 3 miljoner DKK. Emittenten lägger inga kostnader på investerarna. Investerarna ska dock bära de sedvanliga transaktions- och handläggningsavgifter som deras kontohanterande banker kräver. POTENTIELLA AVGIFTER Avveckling av aktier och teckningsoptioner sker inom ramen för VP Securities A/S' system i Danmark. Detta kan medföra ytterligare kostnader för de banker som inte är anslutna till VP Securities A/S i Danmark och kan innebära att de tar ut en avgift för teckning av aktier i Bolagets emission av Units. Dessutom kan en avgift i form av provision tas ut för handel med DanCann Pharmas aktier och teckningsoptioner (prismodellerna för bankerna Nordnet och Avanza är desamma i hela Norden).
4.2	Varför har föreliggande prospekt tagits fram?	Föreliggande prospekt har tagits fram för kapitalanskaffning i syfte att finansiera utvecklingen av DanCann Pharmas strategi och mål. DanCann Pharmas första produktionsanläggning, BIOTECH PHARM1, byggs för närvarande och beräknas vara klar att tas i drift i början av 2021. BIOTECH PHARM1 blir den huvudsakliga produktionsanläggningen för bolagets produkt Cannabis Bulk, och ska godkännas och tas upp i pilotprogrammet av DMA före utgången av 2021. En stor andel av nettointäkterna från emissionen av units är avsedd för investering i bolagets andra produktionsanläggning, BIOTECH PHARM2, där Cannabis Bulk bereds till olika patientinriktade produkter (primärprodukter av cannabis och mellanprodukter av cannabis). Vid BIOTECH PHARM2 kommer DanCann Pharma i framtiden att kunna odla, producera och leverera sina egna mellan- och primärprodukter så att bolaget därmed täcker hela leveranskedjan för medicinsk cannabis. I etableringen av BIOTECH PHARM2 ingår inköp av produktionsutrustning, och anläggningen måste följa läkemedelsstandarder. Utöver vad som nämns ovan kommer nettointäkterna att användas för partnerskap, forskning och utveckling samt daglig drift. Nedan finns information om fördelningen av nettointäkterna.

Avsedd användning av intäkterna från börsintroduktionen

Förutsatt att erbjudandet tecknas fullt ut och att de totala transaktionskostnaderna uppgår till cirka 3 miljoner DKK, kommer DanCann Pharma att erhålla nettointäkter om cirka 27 miljoner DKK. Nettointäkterna kommer att fördelas enligt följande:

Syfte:	Intäkter från emissionen av nya aktier:
(1) Etablering av BIOTECH PHARMs	Cirka 50–60 %
(2) Partnerskap samt FoU	Cirka 10–20 %
(3) Rörelsekostnader	Cirka 30–40 %

Intäkterna från börsintroduktionen är lämpliga för att uppnå de mål som bolaget har satt, vilket är att erhålla nödvändiga godkännanden med avseende på olika processer i BIOTECH PHARM 1 och BIOTECH PHARM 2 och tillhörande licenser genom DMA och för att integreras på de skandinaviska marknaderna.

Avsedd användning av intäkterna från utnyttjandet av teckningsoptionerna i serie TO 1

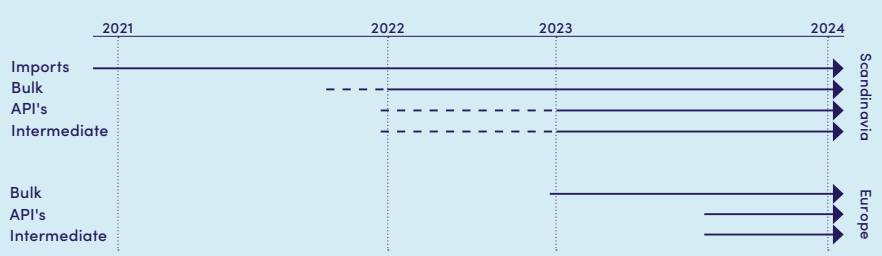
Teckningsoptionerna kan utnyttjas under perioden 1 september 2021 till 17 september 2021 (teckningsoptionsperiod). Varje teckningsoption ger rätt att teckna 1 aktie i bolaget till ett lösenpris på DKK 6,00 per aktie. Om alla teckningsoptioner tecknas i Erbjudandet, och alla teckningsoptioner utnyttjas under teckningsoptionstiden, kommer intäkterna från sådan utövande att uppgå till DKK 16 008 000 (före emissionskostnader). Det finns dock en risk att inte alla teckningsoptioner tecknas eller utnyttjas, varigenom intäkterna blir mindre än DKK 16 008 000. T.ex. i händelse av att aktiekursen under den period under vilken teckningsoptionerna kan utnyttjas faller under priset för utnyttjande av teckningsoptionerna blir teckningsoptionerna värdelösa och teckningsoptionerna kan inte förväntas utövas.

Nedanstående beskrivning av det avsedda utnyttjandet av intäkterna från utnyttjandet av teckningsoptionerna baseras på antagandet att alla teckningsoptioner tecknas och utnyttjas.

Teckningsoptionerna är avsedda att ta företaget till en europeisk kommersiell skala (både när det gäller tillverkning och penetration av nya marknader) baserat på konceptbevis och kunskap som uppnåtts under Bolagets första 3-4 år baserat på dess integration i Skandinavisk marknad.

Bolaget avser att använda nettointäkterna från teckningsoptionerna i serie TO 1 om cirka DKK 15,1 miljoner (efter emissionskostnader) för att prioritera följande områden i slutet av 2021 och under 2022, angivna i prioriteringsordning:

- DanCann Pharmas uppbyggnad och utveckling av anläggningarna efter påvisad effekt under de initiala faserna, i syfte att ta bolaget till en hög kommersiell nivå så att det har kapacitet att leverera till den europeiska marknaden (cirka 50–75 procent av nettointäkterna från teckningsoptionerna).
- DanCann Pharmas marknadsposition (inklusive upprätthållande och stärkande av marknadspositionen) och dess marknadsstrategi för nya Europeiska marknader för att ytterligare påskynda expansionen (cirka 25–50 procent av nettointäkterna från teckningsoptionerna).



Modellen ovan illustrerar DanCann Pharmas inställning till Skandinavien respektive Europa. Den streckade linjen illustrerar uppgången för förväntad / uppskattad tillgång till marknaden, medan den heldragna linjen illustrerar företagets bästa tro på den tidpunkt då företaget har interagerat på x-marknaden.

FÖRKLARING:

Imports - import av cannabis- och cannabinoida läkemedel för distribution
Bulk - tillverkning av råmaterial (biomassa), BIOTECH PHARM1
API: er - tillverkning av aktiva farmaceutiska ingredienser, BIOTECH PHARM2
Mellanprodukter - tillverkning av cannabis- och cannabinoida läkemedel och formuleringar
IPO arvode till ledningen i DanCann Pharma

Emittentens VD, COO och CFO erhåller vardera ett arvode om 100 000 DKK när börsintroduktionen är slutförd och Bolagets aktier tas upp till handel på Spotlight Stock Market. Arvodet, som alltså är beroende av och enbart beroende av resultatet och genomförandet av börsintroduktionen, kommer att betalas ut i januari 2021, fastställd av styrelsen.

4.3	Who is the offeror and/or the person asking for admission to trading?	The Issuer is identical to the offeror of the Units asking for admission to trading (i.e. legal entity identifier ("LEI") 549300KLXQ6IC2YUUB58).

SUBSCRIBER	Organisation (CVR) number	Subscription amount (in DKK)	Number of Units	Percentage of the Offer (with full subscription)
Andreas Johansson		2,251,575 DKK	100,070	7.50
Jimmy Jönsson		1,680,075 DKK	74,670	5.60
JJV Invest AB	556850-2529	1,427,175 DKK	63,430	4.75
Tobias Schön		1,085,490 DKK	48,244	3.62
Alexander Ivarsson		700,177.50 DKK	31,119	2.33
Kent Ternrud		700,020 DKK	31,112	2.33
Jens Olsson		500,017.50 DKK	22,223	1.67
Lars Pålsson		490,185 DKK	21,786	1.63
Nocroc & Partner AB	559218-0870	490,185 DKK	21,786	1.63
LMK Venture Partners AB	559023-3838	490,185 DKK	21,786	1.63
Råsunda Förvaltning	556740-7688	420,210 DKK	18,676	1.40
Per Vasilis		420,210 DKK	18,676	1.40
Jacob Østergaard		400,005 DKK	17,778	1.33
Jussi Ax		370,012.50 DKK	16,445	1.23
Marcus kinnander		617,557.50 DKK	27,447	2.06
Jimmie Landerman		367,537.50 DKK	16,335	1.22
Magnus Olsson		350,212.50 DKK	15,565	1.17
Martin Wittberg		350,010 DKK	15,556	1.17
Göran Ofsen		350,010 DKK	15,556	1.17
Simon Hammarström		350,010 DKK	15,556	1.17
Henrik Amilion		350,010 DKK	15,556	1.17
TFS Holding AB	556932-4329	315,090 DKK	14,004	1.05
Johan Isaksson		315,090 DKK	14,004	1.05
Pierre Almen		280,215 DKK	12,454	0.93
Christian Månsson		250,020 DKK	11,112	0.83
Christian Jeppsson		245,092.50 DKK	10,893	0.82
Andreas Johansson		245,092.50 DKK	10,893	0.82
Kristoffer Hallden		245,092.50 DKK	10,893	0.82
Jesper Höög		245,092.50 DKK	10,893	0.82
Henric Stenholm		245,092.50 DKK	10,893	0.82
Daniel Erlandsson		245,092.50 DKK	10,893	0.82
Erik Arvidsson		245,092.50 DKK	10,893	0.82
B.R.A Invest i Väst AB	559122-6294	245,092.50 DKK	10,893	0.82
Christian Ewe		245,092.50 DKK	10,893	0.82
Emma Jacobsen		245,092.50 DKK	10,893	0.82
Bengt Fredrik Klitte		245,092.50 DKK	10,893	0.82
Ahmed Miree Holding AB	559123-1542	245,092.50 DKK	10,893	0.82
Andreas Lidesjö		245,092.50 DKK	10,893	0.82
L&B Ads AB	559194-6248	245,092.50 DKK	10,893	0.82
Jan Rogelind		245,092.50 DKK	10,893	0.82
Johan Rogelind		245,092.50 DKK	10,893	0.82
Sonny Johansson		245,092.50 DKK	10,893	0.82
Johan Kjell		245,092.50 DKK	10,893	0.82
Consentia Group AB	556696-2816	245,092.50 DKK	10,893	0.82
Johnson Venture AB	556697-4175	245,092.50 DKK	10,893	0.82
Love Carlsson		245,092.50 DKK	10,893	0.82
Purchase Partner i Stockholm AB	556884-6009	245,092.50 DKK	10,893	0.82
Christian Johanesson		245,092.50 DKK	10,893	0.82
Christofer Bengtsson		245,092.50 DKK	10,893	0.82
Martin Bengtsson		245,092.50 DKK	10,893	0.82
Johnson Value AB	556697-4076	245,092.50 DKK	10,893	0.82
Per Wester*		198,675 DKK	8,830	0.66
S.Lundberg Förvaltning AB	556830-8505	164,722.50 DKK	7,321	0.55
JC Capital Holding AB	559137-8327	150,615 DKK	6,694	0.50
Hugo Flavet		122,670 DKK	5,452	0.41
C-Plus Consult**	37277835	100,012.50 DKK	4,445	0.33
Stefan Lundberg		80,640 DKK	3,584	0.27
		In total: 22,511,025 DKK	**In total: 1,000,490**	**In total: 75 per cent**

*Per Wester is a board member of Dancann Pharma

**C-Plus Consult is owned by Carsted Trads who is a board member of Dancann Pharma

DanCann Pharma™

BETTER THAN YESTERDAY

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