

# Fire & Flower announces private placement and agreement with Alimentation Couche-Tard

---

Torys is acting as counsel to Canaccord Genuity the financial advisor to the special committee of independent directors of Fire & Flower with a team that includes John Emanoilidis and Daniel Masliyah (corporate/M&A).

On October 18, 2022, Fire & Flower Holdings Corp. ("Fire & Flower") announced that it entered into an amendment agreement with a wholly-owned subsidiary of Alimentation Couche-Tard Inc. ("ACT") with respect to certain amendments to Series C common share purchase warrants issued to ACT, currently exercisable at any time following October 1, 2022 and expiring on June 30, 2023.

Pursuant to the terms of the amendment agreement, ACT and Fire & Flower proposed to amend the terms of Fire & Flower's Series C warrants, of which ACT currently holds 17,796,284, and also entered into:

- a. a loan agreement for an C\$11,000,000 principal amount loan to Fire & Flower with an interest rate of 11.0% per annum and payable quarterly; and
- b. a subscription agreement to purchase 3,034,017 common shares of Fire & Flower at a price of \$1.64798 per share, for aggregate proceeds of approximately C\$5,000,000.

Closing of the transaction is subject to customary conditions precedent and applicable regulatory approvals, including the receipt of the requisite approvals by the holders of common shares as required by applicable securities laws and the policies of the TSX. Fire & Flower intends to seek the requisite shareholder approval at a special meeting of shareholders expected to be held in December 2022.

Further information can be found on Canada Newswire's [website](#).

[Fire & Flower](#) is a cannabis consumer retail and technology platform with more than 90 corporate-owned stores in its network. It leverages its wholly-owned technology development subsidiary, Hifyre Inc., to continually advance its proprietary retail operations model while also providing additional independent high-margin revenue streams.

[Alimentation Couche-Tard](#) is a global leader in convenience and fuel retail, operating in 24 countries and territories, with almost 14,100 stores, of which approximately 10,700 offer road transportation fuel. With its well-known Couche-Tard and Circle K banners, it is one of the largest independent convenience store operators in the United States and it is a leader in the convenience store industry and road transportation fuel retail in Canada, Scandinavia, the Baltics, as well as in Ireland.

## Related Services

---

- Transactions
- Financial Services
- Banking and Debt Finance
- M&A
- Cannabis
- Board Advisory and Governance