
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 18, 2022

LOCAL BOUNTI CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40125
(Commission
File Number)

98-1584830
(IRS Employer
Identification No.)

220 W. Main St.
Hamilton, MT 59840
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (406) 361-3711

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value of \$0.0001 per share	LOCL	New York Stock Exchange
Warrants, each exercisable for one share of Common Stock for \$11.50 per share	LOCL WS	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☒

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01 Regulation FD Disclosure.

On May 18, 2022, Local Bounti Corporation (“we” or “our”) updated its investor presentation materials. We use these materials from time to time in our conversations with investors, analysts, and other interested parties. The materials are furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference into this Item 7.01.

The information furnished under this Item 7.01, including Exhibit 99.1, will not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, and will not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	<u>Investor Presentation dated May 18, 2022</u>
104	Cover Page Interactive Data File (formatted as inline XBRL)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 18, 2022

Local Bounti Corporation

By: /s/ Kathleen Valiassek

Name: Kathleen Valiassek

Title: Chief Financial Officer



BMO Farm to Market Conference

May 18, 2022

FORWARD LOOKING STATEMENTS

This presentation includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. In some cases, you can identify these forward-looking statements by words such as "anticipate," "approximate," "believe," "commit," "continue," "could," "estimate," "expect," "hope," "intend," "may," "outlook," "plan," "project," "potential," "should," "would," "will" and other similar words or expressions. Forward-looking statements reflect the Company's current expectations or beliefs concerning future events and actual events may differ materially from historical results or current expectations. The reader is cautioned not to place undue reliance on these forward-looking statements, which are not a guarantee of future performance and are subject to a number of uncertainties, risks, assumptions and other factors, many of which are outside the control of the Company. The forward-looking statements in this presentation address a variety of subjects including, for example, projected financial information, statements regarding estimates and forecasts of other financial and performance metrics, projected costs of building or acquiring facilities, projections of market opportunity and market share, and the business prospects of the Company following the Pete's transaction. The following factors, among others, could cause actual results to differ materially from those described in these forward-looking statements: the effects of disruption to Local Bounti's businesses as a result of the transaction; the impact of transaction costs on Local Bounti's interim 2022 and full year 2022 financial results; Local Bounti's ability to retain Pete's customers following the consummation of the transaction; Local Bounti's ability to achieve the anticipated benefits from the transaction; the uncertainty of water supply (and related uncertainty for certain water rights) for Pete's facilities located in California; Local Bounti's ability to effectively integrate the acquired operations into its own operations; the ability of Local Bounti to retain and hire key personnel; the uncertainty of projected financial information; the diversion of management time on transaction-related issues; Local Bounti's increased leverage as a result of additional indebtedness incurred in connection with the transaction; restrictions contained in Local Bounti's debt facility agreements with Cargill; Local Bounti's ability to repay, refinance, restructure and/or extend its indebtedness as it comes due; and unknown liabilities that may be assumed in the transaction. In addition, actual results are subject to other risks and uncertainties that relate more broadly to the Company's overall business, including Local Bounti's ability to generate revenue; the risk that Local Bounti may never achieve or sustain profitability; the risk that Local Bounti could fail to effectively manage its future growth; the risk that Local Bounti will fail to obtain additional necessary capital when needed on acceptable terms, or at all; Local Bounti's ability to build out additional facilities; reliance on third parties for construction, delays relating to material delivery and supply chains, and fluctuating material prices; Local Bounti's ability to decrease its cost of goods sold over time; potential for damage to or problems with Local Bounti's CEA facilities; Local Bounti's ability to attract and retain qualified employees; Local Bounti's ability to develop and maintain its brand or brands it may acquire; Local Bounti's ability to maintain its company culture or focus on its vision as it grows; Local Bounti's ability to execute on its growth strategy; the risks of diseases and pests destroying crops; Local Bounti's ability to compete successfully in the highly competitive natural food market; Local Bounti's ability to defend itself against intellectual property infringement claims; changes in consumer preferences, perception and spending habits in the food industry; seasonality; Local Bounti's ability to achieve its sustainability goals; and other risks and uncertainties indicated from time to time, including those under "Risk Factors" and "Forward-Looking Statements" in Local Bounti's Annual Report on Form 10-K for the year ended December 31, 2021, filed with the Securities and Exchange Commission (the "SEC") on March 30, 2022, as supplemented by subsequent Quarterly Reports on Form 10-Q and Annual Reports on Form 10-K, and other reports and documents Local Bounti files from time to time with the SEC. Local Bounti cautions that the foregoing list of factors is not exclusive and cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date hereof. Local Bounti does not undertake or accept any obligation or undertaking to update or revise any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

INDUSTRY AND MARKET DATA

In this presentation, Local Bounti relies on and refers to information and statistics regarding the sectors in which Local Bounti competes and other industry data. Local Bounti obtained this information and statistics from third-party sources, including reports by market research firms. Although Local Bounti believes these sources are reliable, the Company has not independently verified the information and does not guarantee its accuracy and completeness. Local Bounti has supplemented this information where necessary with information from discussions with Local Bounti customers and Local Bounti's own internal estimates, taking into account publicly available information about other industry participants and Local Bounti's management's best view as to information that is not publicly available.

TRADEMARKS AND TRADE NAMES

Local Bounti owns or has rights to various trademarks, service marks and trade names that it uses in connection with the operation of its business. This presentation also contains trademarks, service marks and trade names of third parties, which are the property of their respective owners. The use or display of third parties' trademarks, service marks, trade names or products in this presentation is not intended in, and does not imply, a relationship with Local Bounti, or an endorsement or sponsorship by or of Local Bounti. Solely for convenience, the trademarks, service marks and trade names referred to in this presentation may appear without the "TM" or "SM" symbols, but such references are not intended to indicate, in any way, that Local Bounti will not assert, to the fullest extent under applicable law, its rights or the right of the applicable licensor in these trademarks, service marks and trade names.

The Farm of the Future™ Built on a 50 Year Legacy



Pete with his
Mom and Dad

Pete's Dad and Opa



Craig & Travis



- ✓ **Travis and Craig** wanted to invest in CEA, but could not find the ideal existing business after performing due diligence
- ✓ They became very excited to **start with a “clean sheet”** and to **build a business with long-term CEA leadership in mind**
- ✓ Existing CEA participants were not focused enough on unit economics; **Travis and Craig back solved for Local Bounti's patent pending, high yield and low cost technology**
- ✓ **A very large \$30Bn estimated U.S. TAM by 2025¹** added to the appeal, due to the concept of “replacement product”
- ✓ Travis and Craig have a **complementary skill set with a long history of experience** building and managing capital intensive, commodity-based businesses

Sources: Publicly Available Market Research on Controlled Environment Agriculture, U.S. Census Bureau (2019).
1. U.S. TAM based on publicly available market research on Controlled Environment Agriculture's approximation of 2025 total U.S. TAM.



Unit Economics

- ✓ Achieves superior production unit economics through patent-pending Stack & Flow Technology™ and plant science R&D
- ✓ Modular approach enables flexibility to accelerate go-to-market strategy



Local, Distributed & Logistics Strategy

- ✓ Product surety of 365-day supply of locally grown pesticide/herbicide-free produce
- ✓ Peak freshness
- ✓ Proximity of farms enables significant reduction in transportation logistics and associated costs



Brand and Product Diversity

- ✓ Strong retailer and customer loyalty through branded strategy and superior product
- ✓ Enables an efficient business model for grocers by providing multiple SKUs, resulting in fewer supply requirements and reduction in waste



Sustainable & Transparent

- ✓ Mission-driven for sustainability and human welfare
- ✓ Strong ESG alignment, directly addressing more than half of Sustainable Development Goals
- ✓ GRI and SASB reporting oversight

Local Bounti exhibits exceptional ESG performance, directly addressing over half of the U.N. Sustainable Development Goals

SDG 2:

Enables access to fresh food

SDG 6:

90% less water usage as compared to conventional agriculture

SDG 7:

Energy-efficient facilities

SDG 8:

Provides full-time, quality jobs

SDG 9:

Invests in sustainable infrastructure and technology

SDG 11:

Increases jobs, taxes and investment in cities

SDG 12:

Significantly reduces food waste

SDG 13:

Fewer emissions than traditional agriculture

SDG 14:

Eliminates agricultural runoff

SDG 15:

Utilizes 90% less land than field-grown agriculture

SDG 16:

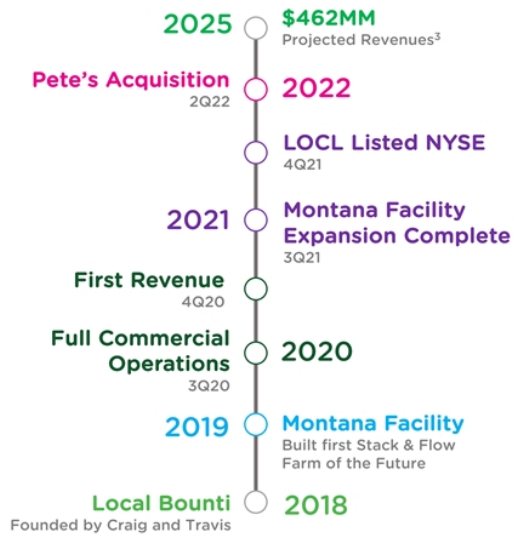
Policies prohibiting from engaging in unethical activities

SDG 17:

Partnering organizations to focus on improving sustainability



Key Highlights



Proven Credibility

Growth Stats

1.5x-2.0x
Yield of comparable greenhouse farms¹

~20
Retail SKUs available today²

3.0x
Facility capital costs to EBITDA³

Strategic Partner



\$170M debt facility in place with Cargill

"Local Bounti and Cargill share a commitment to delivering farm to fork options for consumers while sustaining the land, not only for today but for generations to come."

Ross Jennings
Head of Cargill's Trade and Capital Markets

Strong Retail Presence



1. Based on Company information. 2. Stock Keeping Units. 3. Does not include impact of proposed transaction with Pete's.

Farm of the Future™: Unit Economics Drove Our Patented Facility Design



Stack & Flow™ TECHNOLOGY

Proprietary Patent¹ Enables a Differentiated Platform

Our unique Stack & Flow™
Technology provides Build vs Buy
opportunities to quickly expand
Local Bounti's addressable market

Vertical Farm



Stack
+
Flow

Greenhouse



1.5x-2.0x²

Comparable
yield

**40+
SKUs**

Optimal production
potential

90%+³

Less water and
land usage

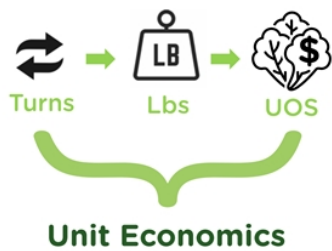
EFFICIENCIES

- ✓ Yield
- ✓ Cost
- ✓ Capital
- ✓ Product
- ✓ Resource

1. Patent pending on method of growing plants using the vertical / greenhouse hybrid configuration and other growing practices in hydroponic farms, such as plant indexing, in order to optimize growth for each type of plant.

2. Based on Company information.

3. Based on publicly available market research on Controlled Environment Agriculture.



Consistent innovation in crop cycle sets Local Bounti apart

Every facility investment decision is looked at through the lens of ROI and the most important variable to unit economics:

Turns of the Greenhouse

Crop Turns Progression	Outdoor Growers	CEA Competitors
Loose Leaf	7x	12-15x
Head Lettuce	5x	7x

Local Bounti				
Actuals				Assumptions
2020	2021 ¹	2022 ²	2022 ³	2025 ⁴
15x	23x	26x	37-52x	26x
9x	13x	17x	20x	15x

1. Actual Local Bounti crop turns in alignment with Pipe Deck
2. Actual Local Bounti crop turns, March 2022
3. Trial results achieved February 2022
4. 2025 Projected crop turns in alignment with Pipe Deck

Local Bounti Product Portfolio



OUR BRAND PROMISE



PESTICIDE
FREE¹



NON-
GMO



GREENHOUSE
PROTECTED



SUSTAINABLY
GROWN



GROWN WITH
SUNLIGHT



WEEKS OF
FRESHNESS

Graphic does not depict all active retail SKUs in market today

¹ Does not include all of Pete's SKUs. Local Bounti intends to support Pete's facilities to attain the same certifications.

Expected High Market Capture with Distributed Farm Footprint



Local Bounti is at the forefront of discovering markets ripe for expansion and penetration.

- | | | |
|-------------------------------|--|------------------|
| STEP 1 | STEP 2 | STEP 3 |
| Select geographic opportunity | Analyze Build vs Buy strategic approach | Expand footprint |

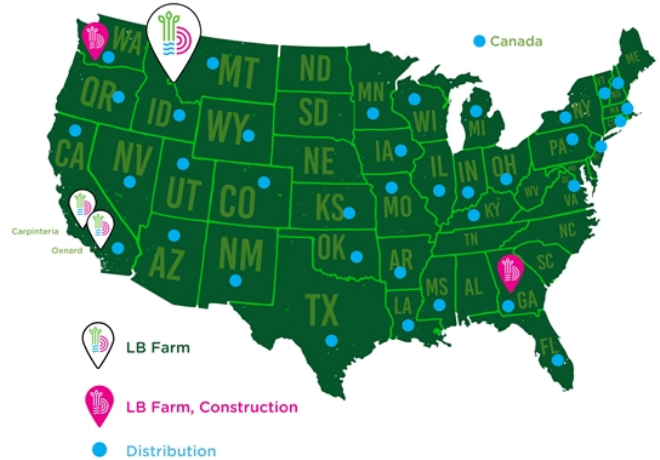
LOCAL BOUNTI STRATEGIC LENS

BUILD VS BUY

- | | |
|---------------------------|------------------------------|
| Ideal location | • Speed to market |
| Built to suit facility | • Existing operations |
| R&D capabilities | • Cost structure flexibility |
| State-of-the-art facility | • Local Talent / Expertise |

10,000+

Retail doors and growing!

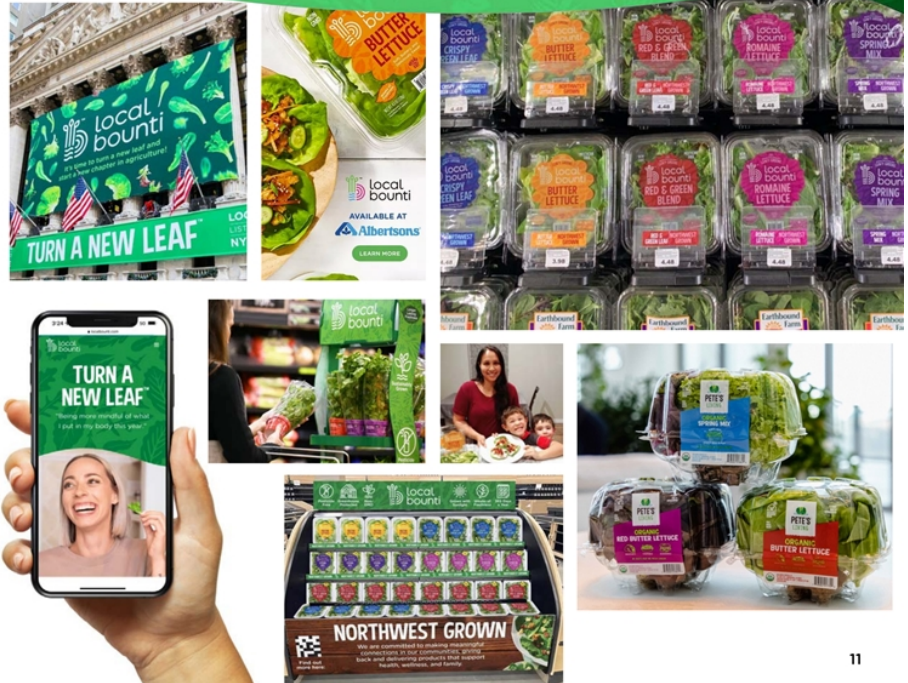




Building a global brand powerhouse requires an integrated strategy

Omni channel touchpoints drive awareness and generates trial, including:

- In-store product diversification (SKU count) captures more in-store real estate
- Advertising (Digital + Print)
- Consumer promotion
- Public relations & social media
- Event activation & sampling





Thank You!

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