

AGREEMENT TO PURCHASE PREFERRED SHARES

To purchase preferred shares of Class B stock in the MANNA Food Cooperative (“the Co-op”), please complete and return the following form. When accepted by the Co-op, this Agreement to Purchase will constitute an irrevocable subscription for shares of preferred, nonvoting stock in the Co-op. A copy of the signed, accepted Agreement will be returned as a receipt and an electronic account will be established in your name. The Co-op will provide regular, written statements of your holdings at the address provided in the Registration Information.

I/we, _____ (“Purchaser”),

Member # (co-op staff will look up upon receipt) _____ hereby agrees to purchase:

_____ **shares of 2024 Series Class B, preferred, nonvoting stock** in the MANNA Food Cooperative (“the Co-op”) at a price of \$500 per share

By signing this agreement, I acknowledge that the Co-op is relying on my representations in complying with its obligations under federal and state securities laws. Purchaser(s) makes the following representations:

1. I have relied only on the information contained in the Disclosure Statement provided by the MANNA Food Cooperative in evaluating this offering.
2. I have had an opportunity to review any documents that I requested from the Co-op to verify the information contained in the Disclosure Statement.
3. I am a fully-paid member of the MANNA Food Cooperative and a resident of Minnesota.
4. I have the knowledge and experience to adequately evaluate this investment.
5. I realize that these shares are sold pursuant to an exemption from federal and state securities laws, and that they are not freely transferable.
6. I have examined the Co-op’s financial disclosures and realize that the Co-op does not project paying annual dividends on these shares until at least 2026, and that it could be later, and that dividends are not cumulative from year to year. I further understand that the Co-op does not project offering to redeem these shares until at least 2028, and that it could be later.
7. I understand that the decision to pay dividends or redeem shares is at the discretion of the board of directors, and is dependent upon the co-op achieving sufficient profitability and having adequate financial capacity, as determined by the board.
8. I understand that this investment is highly speculative and involves a substantial degree of risk, including, but not limited to, the risk factors identified in the accompanying Disclosure Statement.
9. I understand that if the Co-op were to fail, my investment would be lost.

REGISTRATION INFORMATION: (Please print)	
Name of Purchaser(s):	Purchaser #1:
	Purchaser #2:
Street Address (Mail notices and reports to):	
City/State/Zip Code:	
Telephone Number(s):	
Email Address(es):	
Social Security Number: <i>(Note that 1099-DIV will be issued under SSN of Purchaser #1.)</i>	Purchaser #1:
	Purchaser #2:
Tax I.D. (If applicable):	
# Shares Purchased:	_____ Preferred shares @ \$500 per share (2024 series)
Amount of Funds Enclosed:	\$ _____

The Purchaser(s) is/are (check one):

- A Corporation
 A single person
 A married couple, held jointly
 Tenants in common
 A married (man) (woman) as (his) (her) separate property

SIGNATURES (All Purchasers must sign.):

Purchaser #1: _____ Date: _____

Print name: _____

Purchaser #2: _____ Date: _____

Print name: _____

Please mail this completed Agreement along with your check or money order to: MANNA Food Cooperative, Attn: Member Investment Program, 823 Washington Ave., Detroit Lakes, MN 56501.

ACCEPTANCE BY COMPANY:

Subscription accepted this _____ day of _____, 2024, by MANNA Food Cooperative.

By _____

Treasurer, board of directors