



# S&W Announces Its Intent to Pursue a Rights Offering

## *S&W to Pursue Rights Offering at \$3.90 per share*

### For Immediate Release

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**HANFORD, California** – July 19, 2017 – S&W Seed Company (Nasdaq: SANW) today announced its intent to commence a rights offering where it plans to raise up to approximately \$11.7 million through the distribution of subscription rights and the exercise thereof, which full rights will entitle the security holders to purchase shares of the Company's common stock at \$3.90 per share.

S&W Seed Company anticipates using proceeds from the rights offering for general working capital purposes, to pay down existing debt, and to pursue future growth opportunities.

**Rights Offering**

S&W Seed Company announced today that it intends to file with the Securities and Exchange Commission (the "Commission") a registration statement under the Securities Act of 1933, as amended, in order to effect a rights offering to be made to its holders of common stock, and other security holders having rights to participate, as of the as-yet undetermined record date. S&W Seed Company currently plans to raise up to approximately \$11.7 million through the distribution of subscription rights and the exercise thereof, which full rights will entitle the security holders to purchase shares of common stock at \$3.90 per share. S&W Seed Company currently plans to fix a record date following completion of the review process by the staff of the Commission, to distribute subscription rights to holders of common stock and other security holders having rights to participate as of the record date and to consummate the rights offering in the September/October 2017 period.

This press release does not constitute an offer to sell or the solicitation of an offer to buy nor will there be any sale of any securities referred to in this press release in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such



state or jurisdiction. The rights offering will be made only by means of a prospectus meeting the requirements of the Securities Act of 1933, as amended.

### **About S&W Seed Company**

Founded in 1980, S&W Seed Company is a global agricultural company, headquartered in the San Joaquin Valley of California. The Company's vision is to be the world's preferred proprietary seed company which supplies a range of forage and specialty crop products that supports the growing global demand for animal proteins and healthier consumer diets. The Company is a global leader in alfalfa seed, with significant research and development, production and distribution capabilities. S&W's capabilities span the world's alfalfa seed production regions, with operations in the Western United States, including the San Joaquin and Imperial Valleys of California, Australia, and Canada, and S&W sells its seed products in more than 30 countries around the globe. The Company also provides hybrid sorghum and sunflower, and is utilizing its research and breeding expertise to develop and produce stevia, the all-natural, zero calorie sweetener for the food and beverage industry. For more information, please visit [www.swseedco.com](http://www.swseedco.com).

### **Safe Harbor Statement**

*This release contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. "Forward-looking statements" describe future expectations, plans, results, or strategies and are generally preceded by words such as "may," "future," "plan" or "planned," "will" or "should," "expected," "anticipates," "draft," "eventually" or "projected." Forward-looking statements in this release include, but are not limited to, statements regarding plans, amounts and timing for future financing opportunities, the anticipated use of proceeds derived therefrom and expectations regarding participation in the rights offering. You are cautioned that such statements are subject to a multitude of risks and uncertainties that could cause future circumstances, events, or results to differ materially from those projected in the forward-looking statements, including the availability of, and participation in, financing opportunities. These and other risks are identified in our filings with the Commission, including without limitation our Annual Report on Form 10-K for the year ended June 30, 2016 and in other filings subsequently made by the Company with the Commission. All forward-looking statements contained in this press release speak only as of the date on which they were made and are based on management's assumptions and estimates as of such date. We do not undertake any obligation to publicly update any forward-looking statements, whether as a result of the receipt of new information, the occurrence of future events or otherwise.*