

CRESO LABS INC.

**NOTICE OF CHANGE OF AUDITOR
(National Instrument 51-102)**

TO: MNP LLP

AND TO: Marcum LLP

AND TO: The securities regulatory authority in every province of Canada

RE: Notice Regarding Change of Auditor Pursuant to Section 4.11 of National Instrument 51-102 – *Continuous Disclosure Obligations* ("NI 51-102")

Notice is hereby given of a change of the auditor of Cresco Labs Inc. (the "**Corporation**") pursuant to section 4.11 of NI 51-102. Take notice that:

- (a) MNP LLP, the former auditors of the Corporation tendered their resignation effective August 22, 2019, and the directors of the Corporation have appointed Marcum LLP, as successor auditors in their place;
- (b) the resignation of MNP LLP and the appointment of Marcum LLP in their place has been approved by the audit committee of the Corporation's board of directors and approved by the board of directors of the Corporation;
- (c) there were no modified opinions expressed in the former auditors' reports on any of the financial statements of the Corporation which it audited, namely the year ending December 31, 2018, or during the subsequent interim period through the date of resignation; and
- (d) there are no reportable events (as defined in section 4.11 of National Instrument 51-102 *Continuous Disclosure Obligations*).

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DATED this 22 day of August, 2019.

CRESCO LABS INC.

"Ken Amann"

Ken Amann

Chief Executive Officer