

## QUALIFICATION CERTIFICATE

TO: Autorité des marchés financiers

AND TO: Prince Edward Island Securities Office

AND TO: Government of Newfoundland and Labrador, Financial Services Regulation Division

AND TO: Government of the Northwest Territories, Office of the Superintendent of Securities

AND TO: Government of Yukon, Office of the Superintendent of Securities

AND TO: Government of Nunavut, Office of the Superintendent of Securities

RE: Acreage Holdings, Inc. (the “**Issuer**”) - Preliminary short form base shelf prospectus dated October 21, 2020 (the “**Prospectus**”)

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This certificate is delivered pursuant to National Instrument 44-102 (“**NI 44-102**”) to enable the Issuer to file a preliminary short form base shelf prospectus. The Issuer is relying on Section 2.2(1) of NI 44-102 to qualify to file a preliminary short form base shelf prospectus, which requires that the Issuer is qualified under Section 2.2 of National Instrument 44-101 (“**NI 44-101**”) to file a preliminary short form prospectus. Capitalized terms used herein and not otherwise defined have the meanings ascribed thereto in NI 44-101.

The undersigned, being the interim Chief Executive Officer of the Issuer, hereby certifies on behalf of the Issuer, that, as of the date hereof:

1. the Issuer is an electronic filer under NI 13-101;
2. the Issuer is a reporting issuer in at least one jurisdiction of Canada;
3. the Issuer has filed with the securities regulatory authority in each jurisdiction in which it is a reporting issuer all periodic and timely disclosure documents that it is required to have filed in that jurisdiction, (a) under applicable securities legislation, (b) pursuant to an order issued by the securities regulatory authority, or (c) pursuant to an undertaking to the securities regulatory authority;
4. the Issuer has, in at least one jurisdiction in which it is a reporting issuer, (a) current annual financial statements, and (b) a current annual information form;
5. the Issuer’s equity securities are listed and posted for trading on a short form eligible exchange and the Issuer is not an issuer, (a) whose operations have ceased, or (b) whose principal asset is cash, cash equivalents, or its exchange listing; and
6. all of the material incorporated by reference in the preliminary short form base shelf prospectus and not previously filed is being filed with the preliminary short form base shelf prospectus.

DATED the 21 day of October, 2020.

**ACREAGE HOLDINGS, INC.**

Per: (signed) "William C. Van Faasen"  
William C. Van Faasen  
Interim Chief Executive Officer