

QUALIFICATION CERTIFICATE

TO: Ontario Securities Commission

AND TO: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
Autorité des Marchés Financiers
New Brunswick Financial and Consumer Services Commission
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Prince Edward Island
Securities NL, Government of Newfoundland and Labrador
Government of the Northwest Territories, Office of the Superintendent of Securities
Government of Yukon, Office of the Superintendent of Securities
Government of Nunavut, Office of the Superintendent of Securities

RE: Trulieve Cannabis Corp. (the “**Issuer**”) - Preliminary short form base shelf prospectus dated January 12, 2021 (the “**Prospectus**”)

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 Corporate Secretary and General Counsel 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 12th day of January, 2021.

TRULIEVE CANNABIS CORP.

Per: (s) "Eric Powers"
Eric Powers
Corporate Secretary and General Counsel