

February 20, 2024

NOTICE TO PUBLIC

PLANET 13 HOLDINGS INC.

This Notice to Public has been prepared and filed by Planet 13 Holdings Inc. (the “**Company**”) pursuant to Multilateral CSA Staff Notice 51-338 – *Continuous Disclosure and Prospectus Requirements Relating to Documents Prepared under the U.S. Securities and Exchange Act of 1934* in connection with the filing today of the Company's Amended and Restated Annual Report on Form 10-K/A for the fiscal year ended December 31, 2022 (the “**Form 10-K/A**”).

The following list identifies the documents incorporated by reference into the Form 10-K/A and the location and filing date of such documents on SEDAR by the Company. The exhibit number and description of each document listed below correspond to the exhibit index in Item 15 of the Form 10-K/A.

Exhibit No. Description and Filing Date on SEDAR

- 2.1 Acquisition Agreement dated December 20, 2019, among BLC Management Company, LLC, Planet 13 Holdings Inc., Kyle Desmet, Newtonian Principles, Inc., Warner Management Group, LLC and Sarah Sibia, as amended by Amendment No. 1 to Acquisition Agreement, dated April 16, 2020, and Amendment No. 2 to Acquisition Agreement, dated May 20, 2020 (included as Exhibit 2.1 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on June 1, 2020)
- 2.2 Asset Purchase Agreement, dated July 17, 2020, among Planet 13 Holdings Inc., MM Development Company, Inc., W the Brand, LLC, West Coast Development Nevada, LLC and R. Scott Coffman (included as Exhibit 2.2 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on July 27, 2020)
- 2.3 Share Exchange Agreement, dated April 26, 2018, among MM Development Company, Inc., Carpincho Capital Corp., PRMN Investments Ltd., Thirteen, LLC and 4 Degrees Higher, LLC (included as Exhibit 2.3 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on May 4, 2018)
- 2.4 Master Agreement, dated April 26, 2018, among Carpincho Capital Corp., 10713791 Canada Inc. and 10653918 Canada Inc. (included as Exhibit 2.4 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on May 4, 2018)
- 2.5 License Purchase Agreement, dated August 31, 2021, among Buyer, Planet 13 Holdings Inc., Seller and Harvest Health & Recreation Inc. (included as Exhibit 2.5 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on September 10, 2021)
- 2.6 Arrangement Agreement, dated December 20, 2021, between Planet 13 Holdings Inc. and Next Green Wave Holdings Inc. (included as Exhibit 2.3 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on December 24, 2021)
- 3.1 Certificate of Amalgamation (included as Exhibit 3.1 to the Company’s Form 8-K filed on

- SEDAR under the filing description “Other” on March 8, 2022 and also filed on SEDAR under the filing description “Other securityholders documents – English” on March 8, 2022)
- 3.2 Notice of Articles (included as Exhibit 3.2 to the Company’s Form 8-K filed on SEDAR under the filing description “Other” on March 8, 2022 and also filed on SEDAR under the filing description “Other securityholders documents – English” on March 8, 2022)
- 3.3 Articles of Planet 13 Holdings Inc. (included as Exhibit 3.3 to the Company’s Form 8-K filed on SEDAR under the filing description “Other” on March 8, 2022 and also filed on SEDAR under the filing description “Other securityholders documents – English” on March 8, 2022)
- 4.1 Warrant Indenture, dated July 3, 2020, between Planet 13 Holdings Inc. and Odyssey Trust Company (included as Exhibit 4.1 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on July 3, 2020)
- 4.2 Warrant Indenture, dated September 10, 2020, between Planet 13 Holdings Inc. and Odyssey Trust Company (included as Exhibit 4.2 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on September 10, 2020)
- 4.3 Warrant Indenture, dated November 5, 2020, between Planet 13 Holdings Inc. and Odyssey Trust Company (included as Exhibit 4.3 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on November 5, 2020)
- 4.4 Warrant Indenture, dated February 2, 2021, between Planet 13 Holdings, Inc. and Odyssey Trust Company (included as Exhibit 4.4 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Material Document(s)” on February 2, 2021)
- 4.5 Warrant Indenture, dated December 4, 2018, between Planet 13 Holdings Inc. and Odyssey Trust Company (included as Exhibit 4.5 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Documents affecting rights of securityholders” on December 4, 2018)
- 4.6 Warrant Indenture, dated April 26, 2018, among 10653918 Canada Inc., Odyssey Trust Company and Carpincho Capital Corp. (included as Exhibit 4.6 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Other securityholders documents - English” on June 14, 2018)
- 4.7 Description of Securities Registered Pursuant to Section 12 of the Securities Exchange Act of 1934 (included as Exhibit 4.7 to the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2022 filed on SEDAR under the description “Annual information form - English” on March 28, 2022)
- 10.1 Industrial Real Estate Lease, dated April 23, 2018, between MM Development Company, Inc. and Lessor (included as Exhibit 10.1 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Other material contracts – English” on April 25, 2019)
- 10.2 Lease Agreement, dated August 30, 2014, between Fargo District Holdings, LLC and MM Development Company, Inc., as amended by Amendment to Lease, dated January 1, 2018, and Second Amendment to Lease Agreement, dated September 14, 2018 (included as Exhibit 10.2 to the Company’s Amendment No. 1 to Form 10 filed on SEDAR under the filing description “Other” on January 26, 2022 and also previously filed on SEDAR under the filing description “Other material contracts – English” on April 25, 2019)

- 10.3 Lease Agreement, dated July 17, 2020, between RX Land, LLC and MM Development Company, Inc., as amended by Amendment to Lease, dated November 27, 2020 (included as Exhibit 10.3 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022 and also previously filed on SEDAR under the filing description "Material Document(s)" on December 7, 2020)
- 10.4 Standard Industrial/Commercial Multi- Tenant Lease- Net, dated May 1, 2018, between Lessor and BLC Management Company, LLC, as amended by First Amendment to Standard Industrial/Commercial Multi-Tenant Lease - Net, dated November 8, 2019, and Second Amendment to Standard Industrial/Commercial Multi-Tenant Lease - Net, dated April 17, 2020, and by Third Amendment to Standard Industrial/Commercial Multi-Tenant Lease - Net, dated September 8, 2020 (included as Exhibit 10.4 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022 and also previously filed on SEDAR under the filing description "Other material contracts - English" on November 16, 2021)
- 10.5 Agreement Regarding Release of Leasehold Estate, dated August 31, 2020, between LaBarre Chastang, Inc. and BLC Management Company, LLC (included as Exhibit 10.5 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.6 Planet 13 Holdings Inc. 2018 Stock Option Plan (included as Exhibit 10.6 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022 and also previously filed on SEDAR under the filing description "Other securityholders documents – English" on June 3, 2020)
- 10.7 Planet 13 Holdings Inc. 2018 Share Unit Plan, as amended on July 11, 2018 and May 20, 2020 (included as Exhibit 10.7 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022 and also previously filed on SEDAR under the filing description "Other securityholders documents – English" on June 3, 2020)
- 10.8 Form of Stock Option Award Agreement (included as Exhibit 10.8 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.9 Form of Share Unit Plan Award Agreement (included as Exhibit 10.9 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.10 Employment Agreement, dated June 1, 2018, between Christopher Wren and MM Development Company, Inc., as amended by Amendment to Employment Agreement, dated March 10, 2021 (included as Exhibit 10.10 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.11 Employment Agreement, dated June 1, 2018, between Larry Scheffler and MM Development Company, Inc., as amended by Amendment to Employment Agreement, dated March 10, 2021 (included as Exhibit 10.11 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.12 Employment Agreement, dated June 1, 2018, between Robert Groesbeck and MM Development Company, Inc., as amended by Amendment to Employment Agreement, dated March 10, 2021 (included as Exhibit 10.12 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.13 Employment Agreement, dated June 1, 2018, between Dennis Logan and Planet 13 Holdings Inc. (included as Exhibit 10.13 to the Company's Amendment No. 1 to Form 10 filed on SEDAR under the filing description "Other" on January 26, 2022)
- 10.14 Option Purchase Agreement, dated August 4, 2022, between Planet 13 Holdings Inc. and Frank

Cowan, IV (included as Exhibit 10.1 to the Company's Form 8-K filed on SEDAR under the filing description "Other" on August 8, 2022 and also filed on SEDAR under the filing description "Material Document(s)" on August 5, 2022)