



July 26, 2018

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission
Office of the Superintendent of Securities (Prince Edward Island)
Office of the Superintendent of Securities (Newfoundland & Labrador)

Dear Sir/Madam:

Re: Green Thumb Industries (GTI) Group of Companies

We refer to the Short Form Prospectus of Green Thumb Industries, Inc. (the “Company”) dated July 26, 2018 relating to the offering of 7,300,000 Subordinate Voting Shares of the Company at a price of \$11.00 (CAD) per share for aggregate gross proceeds of \$80,300,000 (CAD).

We consent to being named and to the use in the above-mentioned prospectus of our report dated July 26, 2018, to the members of the Company on the following financial statements:

- Amended and Restated Combined statements of financial position as at December 31, 2017 and 2016; and,
- Amended and Restated Combined statements of operations, changes in members’ equity, and cash flows for the years ended December 31, 2017 and December 31, 2016.

We report that we have read the prospectus and all information therein have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the amended and restated combined financial statements upon which we have reported or that are within our knowledge as a result of our audit of such amended and restated combined financial statements. We have complied with Canadian generally accepted auditing standards for an auditor’s consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours truly,

Macias Gini & O’Connell, LLP