

Form 45-102F1

**Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 *Resale of Securities***

Reporting issuer

1. Name of reporting issuer:

Green Thumb Industries Inc.

Selling security holder

2. Your name:

Peter Kadens: Beneficial Owner of Kadens Family Holdings LLC.

3. The offices or positions you hold in the reporting issuer:

Not applicable.

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer?

No.

5. Number and class of securities of the reporting issuer you beneficially own:

12,017,562 Subordinate Voting Shares (on a fully diluted basis).

Distribution

6. Number and class of securities you propose to sell:

900,000 Subordinate Voting Shares.

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name.

We anticipate selling over the Canadian Stock Exchange (CSE) but may pursue private transactions.

Certificate

I certify that:

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: May 23, 2019

PETER KADENS

.....
Your name (Selling security holder)

(signed) "Peter Kadens"
.....
Your signature