

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

The annual general meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of the super voting shares, subordinate voting shares, and/or multiple voting shares, each without par value (“**Shares**”) of Vireo Health International, Inc. (the “**Company**”) will be held at 9:00 a.m. Central Time on Wednesday, June 23, 2021 via live webcast online at <https://web.lumiagm.com/218582863>. The Meeting will be held for the following purposes:

1. the receipt of the Company’s audited consolidated financial statements for the fiscal year ended December 31, 2020 and the auditors’ report thereon;
2. the election to the Company’s board of directors (the “**Board**”) of the six directors named in the attached Proxy Statement;
3. the appointment of Davidson & Company LLP to serve as the independent registered public accounting firm for the fiscal year ending December 31, 2021; and
4. such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The Board is not aware of any other business to be presented for a vote of the Shareholders at the Meeting.

The Board has fixed 5:00 p.m., Central Time, on April 26, 2021 as the record date (the “**Record Date**”) for determining the Shareholders entitled to notice of, and to vote at, the Meeting and any adjournments or postponements thereof.

The Company is holding the Meeting as a completely virtual meeting, which will be conducted via live webcast, where all Shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting and engage with directors of the Company and management. Shareholders will not be able to attend the Meeting in person.

Registered Shareholders as of the Record Date and duly appointed proxyholders will be able to attend, participate and vote at the Meeting online at <https://web.lumiagm.com/218582863>. Beneficial Shareholders (Shareholders who hold their Shares through a broker, investment dealer, bank, trust company, custodian, nominee, or other intermediary) who have not duly appointed themselves as proxyholder will be able to attend as a guest and view the webcast but not be able to participate in or vote at the Meeting.

WHETHER OR NOT YOU EXPECT TO ATTEND THE VIRTUAL MEETING, PLEASE SUBMIT YOUR PROXY WITH YOUR VOTING INSTRUCTIONS. YOU MAY VOTE BY FACSIMILE OR INTERNET (BY FOLLOWING THE INSTRUCTIONS ON THE PROXY CARD OR VOTING INSTRUCTION FORM) OR BY MAIL.

**Important Notice Regarding the Availability of Proxy Materials for the Meeting to be held on
June 23, 2021:**

The Proxy Statement and 2020 Annual Report are available at investors.vireohealth.com

By Order of the Board of Directors,

J. Michael Schroeder
General Counsel and Secretary

April 28, 2021