

**APPENDIX C TO NATIONAL INSTRUMENT 41-101
GENERAL PROSPECTUS REQUIREMENTS**

**NON-ISSUER FORM OF SUBMISSION TO
JURISDICTION AND APPOINTMENT OF
AGENT FOR SERVICE OF PROCESS**

1. Name of issuer (the "Issuer"): Jushi Holdings Inc.

2. Jurisdiction of incorporation, or equivalent, of Issuer: British Columbia

3. Address of principal place of business of Issuer: 1800 NW Corporate Blvd., Suite 200, Boca Raton, Florida, 33431

4. Description of securities (the "Securities"): subordinate voting shares, warrants, subscription receipts, debt securities, convertible securities, units

5. Date of the prospectus (the "Prospectus") under which the Securities are offered: October 9, 2020

6. Name of person filing this form (the "Filing Person"): Duane Morris LLP

7. Filing Person's relationship to Issuer: U.S. regulatory counsel

8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person: Delaware

9. Address of principal place of business of Filing Person: 30 South 17th Street Philadelphia, PA 19103-4196, USA

10. Name of agent for service of process (the "Agent"): 152928 Canada Inc.

11. Address for service of process of Agent in Canada:
c/o Stikeman Elliott LLP, 5300 Commerce Court West, 199 Bay Street, Toronto, Ontario M5L 1B9
(Attention: Vice President)

12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack

of jurisdiction to bring the Proceeding.

13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of:
 - (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces and territories of Canada in which the Securities are distributed under the Prospectus; and
 - (b) any administrative proceeding in any such province or territory, in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.
14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or address of the Agent.
16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of Ontario.

[signature pages follow]

Dated: October 9, 2020

DUANE MORRIS LLP

By: *(signed)* "**DUANE MORRIS LLP**"

Name: Nanette C. Heide

Title: Partner

AGENT

The undersigned accepts the appointment as agent for service of process of Duane Morris LLP under the terms and conditions of the appointment of agent for service of process stated above.

Dated: October 9, 2020

152928 CANADA INC.

By: (signed) "Jeffrey Elliott"

Name: Jeffrey Elliott

Title: Vice-President