

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Acreage Holdings, Inc. (the "Issuer").

Trading Symbol: ACRG.A.U (Fixed Subordinate Voting Shares) and ACRG.B.U (Floating Subordinate Voting Shares)

Number of Outstanding Listed Securities:

Share Class	Number of Outstanding Shares
Class D Subordinate Voting Shares ("Floating")	31,250,476
Class E Subordinate Voting Shares ("Fixed")	71,594,771
Class F Multiple Voting Shares ("Fixed Multiple")	117,600

Date: February 4, 2021

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

- 1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

Acreage Holdings, Inc. (“Acreage” or the “Issuer”) is headquartered in New York City, New York, with a registered office at Suite 2800, Park Place, 666 Burrard Street, Vancouver, British Columbia, and is a vertically integrated, multi-state operator of cannabis licenses and assets in the U.S. Acreage is dedicated to building and scaling operations to create a seamless, consumer-focused branded cannabis experience.

2. Provide a general overview and discussion of the activities of management.

- On January 11, 2021, Acreage Holdings added Katie J. Bayne as a Board Member.

- **Standby Equity Distribution Agreement (SEDA)**

On May 29, 2020, Acreage Holdings Inc. (the “**Company**” or “**we**”) entered into the Standby Equity Distribution Agreement (the “**SEDA**”) with SAFMB Concord LP (“**SAFMB**” or the “**Institutional Investor**”). pursuant to which we may, in our discretion, periodically sell to the Institutional Investor, and pursuant to which the Institutional Investor may, at its discretion, require us to sell to it, up to \$35.0 million of our Class E subordinate voting shares (each, a “**Fixed Share**”) and up to \$15.0 million of our Class D subordinate voting shares (each, a “**Floating Share**”). For each Fixed Share or Floating Share purchased under the SEDA, the Institutional Investor will pay us the greater of (i) 95% of the lowest daily volume weighted average price of the Fixed Shares or Floating Shares on the Canadian Securities Exchange or other principal market on which the Fixed Shares or Floating Shares are traded (the “**Principal Market**”) for the five consecutive trading days immediately following the date we or the Institutional Investor delivers notice requiring the Institutional Investor to purchase or us to sell the Fixed Shares or Floating Shares under the SEDA; or (ii) the lowest price allowable under the rules of the Principal Market.

The Institutional Investor’s obligation to purchase, and our obligation to sell, Fixed Shares and Floating Shares under the SEDA is subject to certain conditions, including obtaining requisite relief from applicable Canadian securities regulators in respect of transactions of this nature, us filing and maintaining the effectiveness of a registration statement, and a supplement to our Canadian shelf prospectus, qualifying the issue of the commitment shares described below and up to an aggregate of \$35.0 million of Fixed Shares and \$15.0 million of Floating Shares sold under the SEDA, and is limited to \$500,000 per advance.

On each of September 28, 2020 and January 25, 2021, we entered into letter agreements (the “**Letter Agreements**”) with the Institutional Investor extending the termination deadline of the SEDA to the earliest of November 30, 2020 and June 30, 2021, respectively, and the date that we have obtained both a receipt from the Ontario Securities Commission for a short-form final base shelf prospectus and a declaration from the United States Securities and Exchange Commission that its registration statement is effective, in each case qualifying an At-The-Market equity offering program.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

N/A

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

N/A

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

Except as set forth above, none.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

N/A

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

N/A

8. Describe the acquisition of new customers or loss of customers.

N/A

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

N/A

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

The Issuer had approximately 14 new hires, 0 furloughs, 1 return from furloughs, and 13 terminations.

11. Report on any labour disputes and resolutions of those disputes if applicable.

N/A

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

N/A

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

Except as set forth above, none.

14. Provide details of any securities issued and options or warrants granted.

Share Issuance Breakdown	Floating (Class D)	Fixed (Class E)
¹ USCo2 Class B conversion	9,000	21,000

¹ In January 2021, the Issuer issued 9,000 Class D Floating Shares and 21,000 Class E Fixed Shares to holders of Acreage Holdings WC, Inc. Class B Non-Voting Common Shares convertible units who submitted redemption requests to the Issuer. The redemption process is disclosed in the Issuer's listing statement filed on November 14, 2018. These Fixed and Floating shares, when issued, do not represent a dilutive issuance of Fixed and Floating Shares, but instead represent a reduction in the number of shares of Acreage Holdings WC, Inc. and High Street Capital Partners, LLC convertible into Fixed and Floating Shares, which such shares are included in the Issuer's previously reported "as converted" outstanding share count.

There were no conversions of any HSCP LLC Common units in the month.

RSU Issuance Breakdown	Floating (Class D)	Fixed (Class E)
<i>New Issuances as a result of vesting in the period</i>	613,238	227,331

Pursuant to the terms of the Amended Plan of Arrangement by and among the Issuer and Canopy Growth Corporation, originally dated April 18, 2019, as amended, the Company issued 9,000 class D subordinate voting shares and 21,000 Class E subordinate voting shares to an investor.

15. Provide details of any loans to or by Related Persons.

N/A

16. Provide details of any changes in directors, officers or committee members.

On January 8, 2021, Brian Mulroney resigned from Acreage Holdings Audit Committee. Mr. Mulroney remains on the Board of Directors. As stated above, Katherine J. Bayne has been appointed as a board member.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

Trends and risks which may impact the Issuer are detailed in *Risk Factors* - in the Issuer's Annual Report on Form 10-K dated May 29, 2020.

Certificate Of Compliance

The undersigned hereby certifies that:

- 1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
- 2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
- 3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
- 4. All of the information in this Form 7 Monthly Progress Report is true.

Dated February 4, 2021

Glen S. Leibowitz

Name of Director or Senior Officer

/s/ Glen S. Leibowitz

Signature

Chief Financial Officer

Official Capacity

Issuer Details		For Month End	Date of Report
Name of Issuer		January 2021	YY/MM/DD
Acreage Holdings, Inc.			21/02/04
Issuer Address			
450 Lexington Avenue, #3308			
City/Province/Postal Code		Issuer Fax No.	Issuer Telephone No.
New York, New York 10163		(212) 428-6770	(646) 600-9181
Contact Name		Contact Position	Contact Telephone No.
Glen Leibowitz		CFO	(646) 600-9181
Contact Email Address		Web Site Address	
g.leibowitz@acreageholdings.com		https://www.acreageholdings.com/about/	