

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Green Growth Brands Inc. (the "Issuer").

Trading Symbol: **GGB**

Number of Outstanding Listed Securities: **185,284,208**

Date: **February 5, 2019**

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.

On January 2, 2019 the Company completed the name change from Xanthic Biopharma Inc. to Green Growth Brands Inc.

On January 10, 2019, the Company announced the agreement with DSW Inc. to sell its products in select DSW stores, a leading branded footwear

and accessories retailer in US (96 stores initially). This follows the successful test at 10 DSW stores.

On January 23, 2019 the Company formally filed its offer to purchase and circular in connection with its bid to acquire Aphria Inc. In conjunction with the takeover bid, the Company received a commitment for C\$150 million in equity investment from All Js Greenspace LLC (“All Js”) as a backstop to complete a \$300 million equity financing in connection with the offer. As a result of this commitment letter the Company agreed to commitment fee of \$7.5 million payable in proportionate voting shares (“PVS”) of the Company at \$2,995 per PVS. Further the Company appointed Peter Horvath as the CEO of the Company with Tim Moore remaining a senior officer of the Company

On January 29, 2019 the Company announced Brian Logan as the new CFO with David Bhumgara remaining with the Company as head of finance for Canadian operations.

On January 31, 2019 the Company announced it executed an arm's length definitive agreement to acquire control of ZLJT LLC & Arizona Natural Pain Solutions Inc, collectively referred to as "Desert Rose". Desert Rose holds a license for a vertically integrated operation in Arizona, including retail, cultivation & infusion (kitchen). As consideration for the membership interests, GGB will pay an aggregate purchase price of USD\$12,350,000 (CAN\$16,292,120) in cash. In addition, the Company announced the completion, on January 30, 2019, of its previously announced acquisition of Just Healthy LLC (Just Healthy). Just Healthy holds provisional certificates of registration for a registered medical marijuana dispensary, cultivation, and processing site in Northampton, Massachusetts. Pursuant to the terms of the Just Healthy membership interest purchase agreement, the Company issued 1,741,244 common shares of GGB (Common Shares) at a price of CAD \$3.39 per Common Share (representing a 15% discount to the closing market price of the Common Shares on the Canadian Securities Exchange on December 11, 2018 (being the date immediately preceding the date of the news release announcing this transaction)). GGB has also assumed and satisfied USD\$455,000 (CAD\$569,933) of Just Healthy corporate debt. In connection with the acquisition of Just Healthy, the Company has elected to exercise an option to purchase land in the Northampton, Massachusetts area for a total purchase price of USD\$700,000 (CAD\$923,440). The land is the future site of the cultivation facility. The land portion of the transaction is expected to close on January 31, 2019 and remains subject to customary closing conditions.

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

Following successful completion of the recent business combination, the Company is actively working on executing on its business plan. No specific update other than noted above.

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.

No new product or service developments

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.

As noted in the above press release the Company has signed a distribution agreement with DSW Inc. to distribute its products in 96 DSW locations.

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. Although such statements are based on management's reasonable assumptions, there can be no assurance that such assumptions will prove to be correct. We assume no responsibility to update or revise them to reflect new events or circumstances.

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. **Through its subsidiary GGB the Company is continuing to hire to build out its team to execute on its business plan.**

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. **N/A**

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

The Company issued the following securities during the month.

Security	Number Issued	Details of Issuance	Use of Proceeds⁽¹⁾
PVS Commitment fee	2,504	January 29, 2019	Commitment fee for backstop on financing
Common shares	1,274,993	Jan 1 to Jan 31 warrant exercises	General working capital
Common Shares	1,741,244	January 31, 2019 Price of \$3.39	Purchase of Just Healthy

(1) State aggregate proceeds and intended allocation of proceeds.

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.

Peter Horvath, Director was appointed CEO of the Company on January 23, 2019

Brian Logan, was appointed CFO of the Company on January 29, 2019

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

The Company's marijuana business involves certain risks and uncertainties that are inherent to the Company's industry. Please refer to the "Risk Factors" section of the Listing Statement dated November 9, 2018 which is available on SEDAR at www.sedar.com.

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 were 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 5, 2019.

David Bhumgara
Name of Director or Senior Officer

"David Bhumgara"
Signature

Officer
Official Capacity

<i>Issuer Details</i> Name of Issuer	For Month End	Date of Report YY/MM/D
Green Growth Brands Inc.	January 31, 2019	February 5, 2019
Issuer Address		
5300 Commerce Court West, 199 Bay St Toronto, Ontario M5L 1B9		
City/Province/Postal Code	Issuer Fax No. ()	Issuer Telephone No.
Toronto, Ontario M5K 1A2		(647) 495-8798
Contact Name	Contact Position	Contact Telephone No.
David Bhumgara	Officer	(647) 495-8798
Contact Email Address	Web Site Address	
dbhumgara@greengrowthbrands.com	www.greengrowthbrands.com	

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