

FORM 8

NOTICE OF PROPOSED PROSPECTUS OFFERING

Please complete the following:

Name of Listed Issuer: Columbia Care Inc. (the "Issuer").

Trading Symbol: CCHW

Date: January 8, 2021

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: N/A

Issued and Outstanding Securities of Issuer Prior to Proposed Prospectus Offering: 250,012,917 common shares and 265,079.14 proportionate voting shares.

Date of News Release Announcing Proposed Prospectus Offering: January 7, 2021.
(or provide explanation if news release not disseminated yet and expected date or circumstances that are expected to trigger news release dissemination)

1. Prospectus Offering

1. Description of securities to be issued:

(a) Class: Common Shares.

(b) Number: 16,150,000, plus any common shares issued pursuant to the underwriters' over-allotment option; the underwriters have the right to exercise an over-allotment option up to 30 days following closing to purchase up to an additional 15% of the number of shares sold pursuant to the prospectus offering.

(c) Price per security: \$8.05.

(d) Voting rights: The common shares have the voting rights per the articles of the Issuer.

2. Provide details of the net proceeds to the Issuer as follows:

(a) Per security: \$7.6475.

(b) Aggregate proceeds: \$123,507,125. This assumes the underwriters' over-allotment option was not exercised and there are no purchasers on the president's list.

3. Provide description of any Warrants (or options) including: N/A
- (a) Number _____ .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____ .
 - (c) Exercise price _____ .
 - (d) Expiry date _____ .
 - (e) Other significant terms _____ .
4. Provide the following information if debt securities are to be issued: N/A
- (a) Aggregate principal amount _____ .
 - (b) Maturity date _____ .
 - (c) Interest rate _____ .
 - (d) Conversion terms _____ .
 - (e) Default provisions _____ .
5. Details of currently issued and outstanding shares of each class of shares of the Issuer: 250,012,917 common shares and 265,079.14 proportionate voting shares.
6. Describe any unusual particulars of the offering (i.e. tax “flow through” shares, special warrants, etc.). N/A
7. Provide details of the use of the proceeds: For working capital requirements and other general corporate purposes.
8. Provide particulars of any proceeds of the offering which are to be paid to Related Persons of the Issuer: N/A
9. Provide details of the amounts and sources of any other funds that will be available to the Issuer prior to or concurrently with the completion of the offering: N/A
10. Provide the following information for any agent’s fee, commission, bonus or finder’s fee, or other compensation paid or to be paid in connection with the offering (including warrants, options, etc.):

- (a) Details of any dealer, agent, broker, finder or other person receiving compensation in connection with the offering (name, address, beneficial ownership where applicable)
- Canaccord Genuity Corp., 161 Bay Street, Toronto, ON M5J 2S1.
Additional underwriters will be confirmed.
- (b) Cash: The underwriters will receive a 5% commission on the offering and over-allotment option but excluding president's list purchasers.
- (c) Securities: N/A
- (d) Other: N/A
- (e) Expiry date of any options, warrants etc.: N/A
- (f) Exercise price of any options, warrants etc.: N/A
11. State whether the sales agent, broker, dealer, finder, or other person receiving compensation in connection with the offering is a Related Person of the Issuer with details of the relationship: N/A
12. Provide details of the manner in which the securities being offered are to be distributed. Include details of agency agreements and sub-agency agreements outstanding or proposed to be made including any assignments or proposed assignments of any such agreements and any rights of first refusal on future offerings: The securities are being issued pursuant to an underwriting agreement between the Issuer and the underwriters, a copy of which will be posted on SEDAR.
13. Attach any term sheet, engagement letter or other document setting out terms, conditions or features of the proposed offering. See attached.

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 on behalf of the Issuer.
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 8 Notice of Proposed Prospectus Offering is true.

Dated January 8, 2021.

Lars Boesgaard
Name of Director or Senior
Officer

(signed) "Lars Boesgaard"
Signature

Chief Financial Officer
Official Capacity