

REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to subordinate voting shares (“**Subordinate Voting Shares**”) in the capital of Curaleaf Holdings, Inc. (the “**Company**”).

The Company’s head office address is:

301 Edgewater Place, Suite 405
Wakefield, Massachusetts
U.S.A. 01880

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The Subordinate Voting Shares of the Company referenced in this report were acquired in connection with the closing of the Transactions (as defined herein), and not through the facilities of any stock exchange. See item 3.1 below.

The Subordinate Voting Shares are listed on the Canadian Securities Exchange (the “**CSE**”) under the symbol “CURA”.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Mr. Andrey Blokh (the “**Acquiror**”). The Acquiror’s address is Office 19, building A, Business Centre Riga-Land, Baltiya road 26 km, Krasnogorsk urban district, Moscow region, 143421, Russian Federation.

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

As part of the Transactions (as defined below), on August 18, 2021, the Acquiror acquired 722,577 Subordinate Voting Shares of the Company, representing approximately 0.12% of the presently issued and outstanding Subordinate Voting Shares of the Company. See item 3.1 below for more information.

2.3 State the names of any joint actors.

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

On August 18, 2021, the Acquiror acquired 722,577 Subordinate Voting Shares of the Company, representing approximately 0.12% of the presently issued and outstanding Subordinate Voting Shares of the Company.

The 722,577 Subordinate Voting Shares were acquired in the context of transactions entered into among Mr. Blokh, the Company and an indirect subsidiary of the Company, pursuant to which the indirect subsidiary of the Company purchased from Mr. Blokh ownership interests in (i) Naturex II, LLC, doing business as Blackjack Collective, which operates a cannabis dispensary located in Las Vegas, Nevada (the “**Blackjack Transaction**”) and (ii) Las Vegas Natural Caregivers, LLC, doing business as House of Herbs, a company that cultivates high-quality cannabis for Las Vegas area dispensaries (the “**HoH Transaction**”, and collectively with the Blackjack Transaction, the “**Transactions**”). The Blackjack Transaction was initially entered into on November 1, 2017 and its terms were subsequently amended on October 11, 2019. The HoH Transaction was initially entered into on October 29, 2019. These Transactions closed on August 18, 2021 following receipt of regulatory approval on June 10, 2021. The 722,577 Subordinate Voting Shares were received as consideration for the purchase by the Company from Mr. Blokh of the ownership interests in these entities.

Immediately prior to the completion of the Transactions, Mr. Blokh owned 127,173,634 Subordinate Voting Shares of the Company, representing approximately 20.87% of the then issued and outstanding Subordinate Voting Shares of the Company. The Subordinate Voting Shares owned by Mr. Blokh prior to the acquisition were received in connection with the completion of the Company’s business combination with Curaleaf, Inc. Refer to the description of the business combination described in the annual information form of the Company dated April 28, 2021 under the heading “Corporate Structure”.

The acquisition described herein increases Mr. Blokh’s position in the Subordinate Voting Shares of the Company by 722,577 Subordinate Voting Shares to 127,896,211 Subordinate Voting Shares, or approximately 20.96% of the presently issued and outstanding Subordinate Voting Shares of the Company.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

The Acquiror acquired ownership of the 722,577 Subordinate Voting Shares covered by this report in connection with the closing of the Transactions. See item 3.1 above.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

See item 3.1 above.

3.5 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

See item 3.1 above.

- (b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and

Not applicable.

- (c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

Not applicable.

- 3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement. State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not applicable.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.

The Subordinate Voting Shares were acquired as part of the Transactions. Pursuant to such Transactions, the Acquiror disposed of his ownership interests in: (i) Naturex II, LLC, doing business as Blackjack Collective, which operates a cannabis dispensary located in Las Vegas, Nevada; and (ii) Las Vegas Natural Caregivers, LLC, doing business as House of Herbs, a company that cultivates high-quality cannabis for Las Vegas area dispensaries; in exchange for the Subordinate Voting Shares referenced in this report.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

Section 3.1 and 4.1 above.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**
- (f) a material change in the reporting issuer's business or corporate structure;**
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;**
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**
- (j) a solicitation of proxies from securityholders;**
- (k) an action similar to any of those enumerated above.**

Mr. Blokh acquired the Subordinate Voting Shares described above in connection with the Transactions for investment purposes and may, depending on market and other conditions, increase or decrease his beneficial ownership, control or direction over securities of the Company through market transactions, private agreements, treasury issuances, exercise of options, convertible securities or otherwise.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment

power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer’s securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

I, as the Acquiror, certify that the statements made in this report are true and complete in every respect.

Dated: August 19, 2021

(signed) Andrey Blokh _____
Signature

Andrey Blokh _____
Name