

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

Verano Holdings Corp. (the “Listed Issuer”) hereby certifies to CSE 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 Policy 1).

Date: September 20, 2022

Signed: “Darren Weiss”
(Signature)

Darren Weiss
(Print Name)

Chief Operating Officer, Chief Legal
Officer and General Counsel
(Print Office)