



February 5, 2019

Canadian Securities Exchange
220 Bay Street, 9th Floor
Toronto, Ontario
M5J 2W4

Dear Sirs/Mesdames:

Re: iAnthus Capital Holdings, Inc. (the "Company")

Pursuant to Section 3.3(a) of Policy 6 of the Canadian Securities Exchange, please accept this letter as the Company's confirmation that it has received the legal and beneficial interest in all of the issued and outstanding common shares of MPX Bioceutical ULC (formerly MPX Bioceutical Corporation) and its subsidiaries in connection with the issuance of securities of the Company described in the Company's Form 9 – *Notice of Proposed Issuance of Listed Securities* dated February 5, 2019.

Yours very truly,

iANTHUS CAPITAL HOLDINGS, INC.

"Julius Kalcevich"

Julius Kalcevich
Chief Financial Officer