MedMen

CSE: MMEN | OTC: MMNFF

Corporate Presentation



Disclaimer



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This document contains "forward-looking statements" and "forward-looking information" within the meaning of applicable securities laws (collectively, "forward-looking information") with respect to the Company, including, but not limited to: information concerning the completion and timing of the completion of contemplated acquisitions, including the contemplated acquisitions of PharmaCann LLC, expectations regarding whether the contemplated acquisitions will be consummated, including whether conditions to the consummation of the proposed acquisitions will be consummated, including whether conditions to the consummation of the proposed acquisitions will be consummated, including whether conditions to the consummation of the proposed acquisitions will be consummated, including whether conditions to the consummation of the proposed acquisitions will be consummated, including whether conditions to the consummation of the proposed acquisitions, whe best proposed acquisitions, the subject of the proposed acquisitions, including the potential number and locations for the proposed acquisitions, including the potential number and location of factories and stores or licenses therefor to be acquired and markets to be entered into by the Company as a result of completing such proposed acquisitions, expectations for the proposed acquisitions, including the potential number and locations, including the potential number and locations, including the potential number and locations, including as a result of completing the contemplated acquisitions, including the proposed acquisitions, including the potential number and locations, including as a result of completing the proposed acquisitions, including as a result of completing the proposed acquisitions, including as a result of completing the proposed acquisitions, acquisi

Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management at the date the statements are made including among other things assumptions about: the contemplated acquisitions being completed on the current terms and current contemplated timeline; development costs remaining consistent with budgets; favorable equity and debt capital to advance the business of the Company; favorable operating conditions; political and regulatory stability; obtaining and maintaining all required licenses and permits; receipt of governmental approvals and permits; sustained labor stability; stability in financial and capital goods markets; favourable production levels are company's operations; the pricing of various cannabis products; the level of demand for cannabis products; and the availability of third party service providers and other inputs for the Company's operations. While the Company considers these assumptions to be reasonable, the assumptions are inherently subject to significant business, social, economic, political, regulatory, competitive and other risks and uncertainties, contingencies and other factors that could cause actual performance, achievements, results or conditions to be materially different from those projected in the forward-looking information. Many assumptions are based on factors and events that are not within the control of the Company and there is no assurance they will prove to be correct.

Furthermore, such forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual plans, intentions, activities, results, financial position, performance or achievements expressed or implied by such forward-looking information. Such factors include, among others: the ability to consummate the proposed acquisitions; the ability to obtain requisite requisiter of the proposed acquisitions on the proposed acquisitions; risks relating to cannabis being illegal under US federal law and risks of federal enforcement actions related to cannabis; negative changes in the political environment or in the regulation of cannabis and the Company's business; risks relating to lack of banking providers and characterization of the Company's revenue as proceeds of crime as a result of anti-money laundering laws and regulations; negative shifts in public opinion and perception of the cannabis industry and cannabis unduring an activities, including leverage; risks related to the Company; reliance on the expertise and judgement of senior management of the Company; increasing competition in the industry; risks related to financing activities, including leverage; risks related to the management of growth; increasing competition in the industry; risks related to financing activities, including leverage; risks related to the management of growth; increasing competition in the industry; risks related to the company; research regarding safety and efficacy of cannabis and cannabis yields; risks relating to rising energy costs; risks relating to rising energy costs; risks related to the management of growth; increasing company is cannabis yields; risks relating to rising energy costs; risks relating to rising energy costs; risks relating to rising energy costs; risks related to the comp



Disclaimer



MARKET DATA AND INDUSTRY FORECASTS

Market data and industry forecasts used in this presentation were obtained from government or other industry publications, various publications, various publications and reports and management's knowledge of, and experience in, the markets in which the Company operates. Government and industry publications and reports generally indicate that they have obtained their information from sources believed to be reliable, but do not guarantee the accuracy and completeness of their information. Actual outcomes may vary materially from those forecast in such reports or publications, and the prospect for material variation can be expected to increase as the length of the forecast period increases. Although the Company believes that these sources are generally reliable, the accuracy and completeness of such information is not guaranteed and have not been independently verified by the Company as such the Company does not make any representation as to the accuracy of such information. Further, market and industry data is subject to variations and cannot be verified due to limits on the availability and reliability of data inputs, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey. See also "Forward-Looking Information and Risk Acknowledgments".

CURRENCY

All references to \$ or "dollar" in this presentation are references to USD, unless otherwise indicated.

CANNABIS-RELATED ACTIVITIES ARE ILLEGAL UNDER U.S. FEDERAL LAWS

The U.S. Federal Controlled Substances Act classifies "marihuana" as a Schedule I drug. Accordingly, cannabis-related activities, including without limitation, the cultivation, manufacture, importation, possession, use or distribution of cannabis and cannabis products are illegal under U.S. federal law. Strict compliance with state and local laws with respect to cannabis will neither absolve the Company of liability under U.S. federal law, nor will it provide a defense to any federal prosecution which may be brought against the Company with respect to adultuse or recreational cannabis. Any such proceedings brought against the Company may adversely affect the Company of perations and financial performance.

NON-IFRS FINANCIAL AND PERFORMANCE MEASURES

In addition to providing financial measurements based on IFRS, the Company provides additional financial metrics that are not prepared in accordance with IFRS. Management uses non-IFRS financial measures, in addition to IFRS financial measures, to understand and compare operating results across accounting periods, for financial and operational decision-making, for planning and forecasting purposes and to evaluate the Company's financial performance. These non-IFRS financial measures are EBITDA, Adjusted EBITDA, Adjusted Net Loss, Working Capital, Four Wall Retail Gross Margin, Four Wall Retail Gross Margin Rate, Four Wall Retail EBITDA Margin Rate, and Annualized Per Square Foot Revenue.

Management believes that these non-IFRS financial measures reflect the Company's ongoing business in a manner that allows for meaningful comparisons and analysis of trends in the business, as they facilitate comparing financial results across accounting periods and to those of peer companies. Management also believes that these non-IFRS financial measures enable investors to evaluate the Company's operating results and future prospects in the same manner as management. These non-IFRS financial measures may also exclude expenses and gains that may be unusual in nature, infrequent or not reflective of the Company's ongoing operating results.

As there are no standardized methods of calculating these non-IFRS measures, the Company's methods may differ from those used by others, and accordingly, the use of these measures may not be directly comparable to similarly titled measures used by others. Accordingly, these non-IFRS measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

EBITDA, ADJUSTED EBITDA, ADJUSTED NET LOSS, WORKING CAPITAL, FOUR WALL RETAIL GROSS MARGIN, FOUR WALL RETAIL EBITDA MARGIN, AND ANNUALIZED PER SQUARE FOOT REVENUE

EBITDA, Adjusted EBITDA, Adjusted Net Loss, Working Capital, Four Wall Retail Gross Margin Rate, Four Wall Retail EBITDA Margin Rate, and Annualized Per Square Foot Revenue are financial measures that are not defined under IFRS. We use these non-IFRS financial measures, and believe they enhance an investor's understanding of our financial and operating performance from period to period. EBITDA, Adjusted EBITDA, Adjusted net Loss and Working Capital exclude certain material non-cash items and certain other adjustments we believe are not reflective of our ongoing operations and our performance. Four Wall Retail Gross Margin is calculated as retail sales less the related cost of goods sold, while the Four Wall Retail Gross Margin Rate is the related gross margin divided by retail sales. Four Wall Retail EBITDA' Margin is the Four Wall Retail Gross Margin Rate is the related EBITDA margin divided by retail sales. Annualized Per Square Foot Revenue is the net revenue divided by the total retail square feet. In particular, we have and continue to make significant acquisitions and investments in cannabis properties and management resources to better position our organization to achieve our strategic growth objectives which have resulted in outflows of economic resources. Accordingly, we use these metrics to measure our core financial and operating performance for business planning purposes. In addition, we believe investors use both IFRS and mon-IFRS measures to assess management's past and future decisions associated with our priorities and our allocation of capital, as well as to analyze how our business operates in, or responds to, swings in economic cycles or to other events that impact the cannabis industry. However, these measures do not have any standardized meaning prescribed by IFRS and may not be comparable to similar measures of operating performance or operating endormance or operating each flows or as measures of liquidity.

These Non-IFRS measures have important limitations as analytical tools and should not be considered in isolation or as a substitute for any standardized measure under IFRS. For example, certain of these non-IFRS financial measures:

- exclude certain tax payments that may reduce cash available to us;
- do not reflect any cash capital expenditure requirements for the assets being depreciated and amortized that may have to be replaced in the future;
- do not reflect changes in, or cash requirements for, our working capital needs; and
- do not reflect the interest expense, or the cash requirements necessary to service interest or principal payments on our debt.

Other companies in our industry may calculate these measures differently than we do, limiting their usefulness as comparative measures.



Mission

Provide an unparalleled experience that invites the world to discover the remarkable benefits of cannabis.

Vision

We believe that a world where cannabis is legal and regulated is a safer, healthier and happier world.

MedMen Snapshot



MedMen is the most recognizable cannabis retailer in the U.S.

Footprint Overview ¹



retail store



states

Track Record of Execution



\$37M

Q3 2019 revenue



22%

sequential revenue growth



8X

outperforms average California dispensary ⁴



35 operating Stores ¹



2M

recreational transactions since 1/1/18



\$226M

pro-forma run-rate revenue ²



\$7,000+

California
Sales / SF ³



7%

California market share 4

Notes: Financial metrics based on most recent quarter ending 3/30/19

- (1) Company is licensed for 84 retail stores, including footprint to be acquired through announced PharmaCann transaction and other pending acquisitions in California and Michigan. Operating stores include locations to be acquired through pending acquisitions
- (2) Pro forma for unaudited revenue from retail stores to be acquired through pending acquisitions
- (3) MedMen figure based on system-wide fiscal Q3 2019 average sales for stores in California
- (4) Based on implied market share from California Department of Tax and Fee Administration and actual system-wide in California revenue for fiscal Q3 2019 (Source: http://www.cdtfa.ca.gov/news/19-02.htm)

Company Highlights





Focused on Branded Retail

Building a national retailer for the modern cannabis consumer



Meaningful Share in Core Markets

Leading footprint in California, the prize of the cannabis industry



Established Playbook for Growth

Compelling roadmap to deliver profitable and long-term growth



Accelerating Revenue Profile

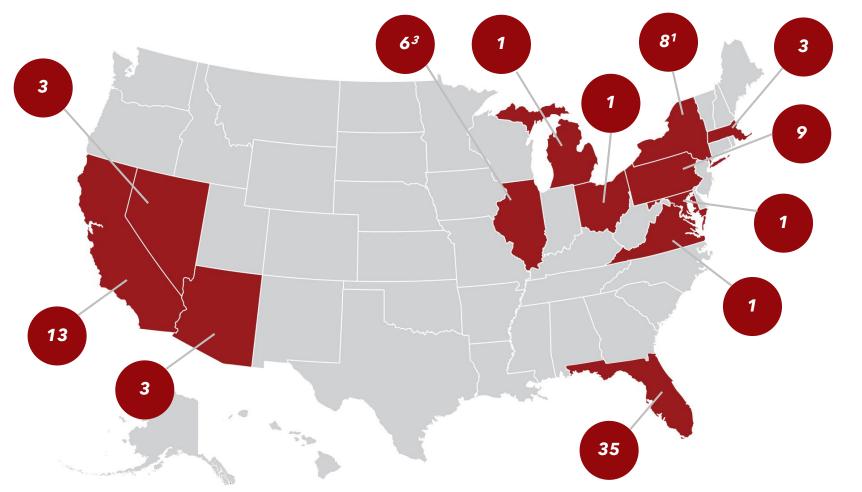
Strong financial trajectory supported by prudent capital allocation



Increasing Market Share in Core States



MedMen is focused on deepening presence in core markets





~50% U.S. Population Addressable ²

Licensed for:





17
Factories

Note: Includes footprint to be acquired through PharmaCann transaction, other pending but not yet completed acquisitions and recently completed license acquisitions in Arizona, Illinois and California. There are 35 stores currently operational

⁽¹⁾ Through PharmaCann transaction, subject to requisite regulatory approvals, MedMen will have ownership in two Registered Organizations in the state of New York, one owned by MedMen and one by PharmaCann as a subsidiary of MedMen, with each Registered Organization permitted to operate four retail stores

⁽²⁾ Upon completion of the acquisition of PharmaCann, MedMen will own licenses across 12 states. These 12 states comprise approximately 50% of the total U.S. population

⁽³⁾ Illinois currently has a cap of 5 licenses per holder, a plan to divest 1 license is in place upon closing of the PharmaCann acquisition.

MedMen Strategy

MedMen

Objective

1

Build MedMen Brand Through Flagship Retail Stores

- Capitalize on first mover advantages by opening stores in top markets
- Build brand awareness and customer acquisition through marketing



Objective

2

Expand Retail Footprint and Create Omnichannel Experience

- Continue to deepen market share in core consumer markets across the U.S.
- Leverage data and insights to launch delivery, loyalty and targeted CPG brands



Objective **3**

Drive Profitability Through Investments in Supply Chain

- Scale manufacturing to increase share of higher-margin private label brands
- Leverage national scale to maximize operating leverage and control supply chain





Building MedMen Brand Through Flagship Retail

MedMen

MedMen's retail portfolio includes the most iconic cannabis retail stores in the U.S.















The Evolution of the Cannabis Industry

MedMen

MedMen believes the cannabis industry will resemble the market dynamics in natural foods with retailers controlling the supply chain and holding the leverage

Metric	Cannabis	Natural Foods	Alcohol
Industry Leaders by Revenue	Retailers	Retailers	Brands
Three-Tier Distribution System	No	No	Yes
CPG Fragmentation	High	High	Low
Retail Fragmentation	Low	Low	High
e-Commerce Penetration % ¹	TBD	3%	4%
Private Label Threat	High	High	Low





Focused on Branded Retail



Warren Buffet discussing power dynamics between CPG companies and retailers:

"I was wrong in a couple ways on Kraft Heinz. I think we talked around election time about the packaged goods brands losing some ground against the retailers"

"We made a mistake in terms of trying to push hard against certain of the retailers and finding out that we weren't as strong as we thought we were."

"House brands, private label, is getting stronger...and it's going to keep getting bigger...
try to think of the billion dollar brands that have been created in food and they're private label"

February 2019 CNBC Interview on Kraft Heinz

The Value of Cannabis Retail

MedMen

- 1 Cannabis Regulations Favor Retailers
- 2 Retailers Control the Supply Chain

- 3 Retail Experience and Consumer Touchpoint
- 4 Real-Time Data and Insights

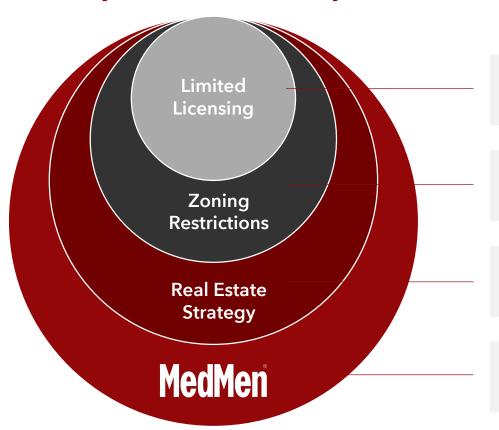


Cannabis Regulations Favor Retailers



Regulations in core markets provide significant first mover advantages for cannabis retailers

Layers of Defensibility



Regulated oligopolies with limited

Strict zoning restrictions for cannabis retailers limits viable storefront locations

First-mover advantage to secure limited prime real estate

retail licenses in target markets

As regulations ease, MedMen will have head start to build consumer loyalty

Los Angeles Case Study

Population: 10 Million 1

Annual Tourists: 40 Million²

Retail Licenses:

182³

Sensitive Uses:

700 feet 4

from other dispensaries, schools, parks, libraries

Example:

MedMen Beverly Hills

Transactions since 1/1/18: 2 million

Represents population for Los Angeles County Annual tourist figure based on estimate from Los Angeles Times (January 2018)

⁽³⁾ Los Angeles Office of Finance as of May 2019 (Source: https://finance.lacity.org/legal-cannabis-retailers)



Retailers Control the Supply Chain

MedMen

Cannabis retailers are unrestricted in their ability to control the supply chain and relationship with the customer



No Loyalty to Product Brands

Millions of consumers shopping cannabis for the first time have limited affinity to specific products and rely on retail staff for purchases



Loyalty to Trusted Retailers

Across all consumer verticals, consumer loyalty to trusted national retailers with local product selection has put pressure on national CPG brands



Margin Protection

As wholesale prices decline, retailers have ability to exert pressure on supplier pricing while holding retail pricing steady



Growing Share of Private Label

Consumer indifference towards product brands has led to the significant growth of private label brands











Retail Experience and Consumer Touchpoint

MedMen

MedMen serves as the trusted gateway to millions of first-time cannabis consumers







15+ Product Categories



1,000+
SKUs across California



175 Vendors



3,000

Target Square Footage



Technology-Enabled iPads, mobile check-out

Customer Conversion Rate ¹:

MedMen

Open Layout

73%

Average Retailer 23%

Inviting Space

Satisfaction with Store Experience ²:

1 Store Cleanliness

Visual Collateral

2 Staff Friendliness

3

Store Environment

⁽¹⁾ MedMen data based on November and December across all retail stores. Data for average retailer: http://www.comqi.com/sales_conversion_rates_more_for_physical_stores/



Real-Time Data and Insights

MedMen



2 million

Transactions Since 1/1/18

Customer **Demographics**

60%+ Returning Customers Abbot Kinney Store Customer Origin:

CA - 65%

NY - 5%

FL - 4%

TX - 3%

Retail Merchandising

> Real Estate Strategy

Targeted Advertising Identifying Leading Brands

Product Development

> Loyalty Program

Source: MedMen internal data as of May 28, 2019



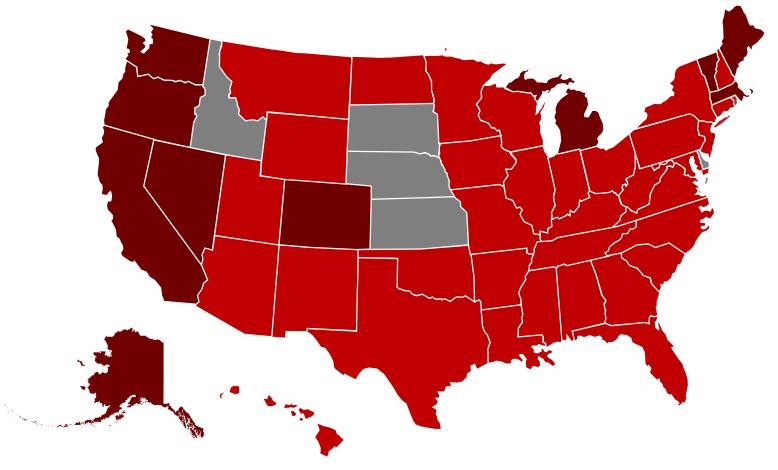
Meaningful
Share in Core
Markets



The U.S. is the Largest Cannabis Market in the World



\$80 Billion U.S. Market ¹



\$10 Billion Canadian Market ²



Recreational & Medical Use Legalized

Medical / CBD Use Legalized

Note: Regulatory map based on National Conference of State Legislatures

- (1) Cowen Group estimate for 2030 (January 2019)
- (2) Eight Capital estimate for 2024 (May 2018)

86% of Potential U.S. Cannabis Market is Unpenetrated











Beer **\$100B+**

25% Penetration

Wine & Spirits \$100B+

20% Penetration

Coffee \$50B+

50% Penetration

Cannabis \$80B

14% Penetration

Increasing Market Share Through Expansion of Footprint





California
13 stores

Abbot Kinney



Nevada 3 stores Licensed for 84 retail stores across 12 states



New York 8 stores 1



Florida 35 stores

Illinois 6 stores²

Massachusetts
3 stores

Arizona

3 stores

Pennsylvania
9 stores

Michigan
1 store

Maryland

1 store

Ohio

1 store

Virginia 1 store

Note: Includes stores to be acquired through pending transactions that have not yet closed. There are currently 35 operating stores.

⁽¹⁾ Through PharmaCann transaction, subject to requisite regulatory approvals, MedMen will have ownership in two Registered Organizations in the state of New York, one owned by MedMen and one by PharmaCann as a subsidiary of MedMen, with each Registered Organization permitted to operate four retail stores

⁽²⁾ Illinois currently has a cap of 5 licenses per holder, a plan to divest 1 license is in place upon closing of the PharmaCann acquisition.

California is the Ultimate Prize of the Industry





California Drives Growth and Brand Positioning in Retail



California, and in particular Los Angeles, is a springboard for national expansion and market leadership for retailers across consumer industries

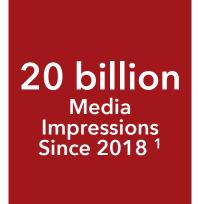
	U.S. Store Count	California Store Count	California % of Total Stores	State with Largest Footprint	City with Largest Footprint
WHÔLE FOODS MARKET	499	88	18%	California	Los Angeles
SEPHORA	398	77	19%	California	Los Angeles
lululemon	300	50	17%	California	Los Angeles
NORDSTROM	119	33	28%	California	Los Angeles
MedMen	35	13	37%	California	Los Angeles

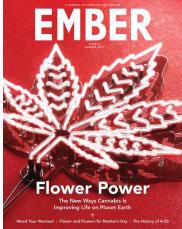
Leading the New Normal of Cannabis Culture

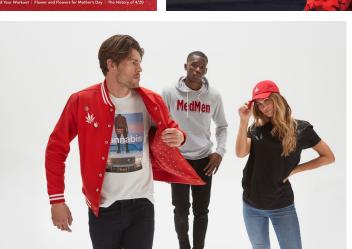
MedMen

Through its California presence, MedMen has created the leading cannabis brand in the U.S.









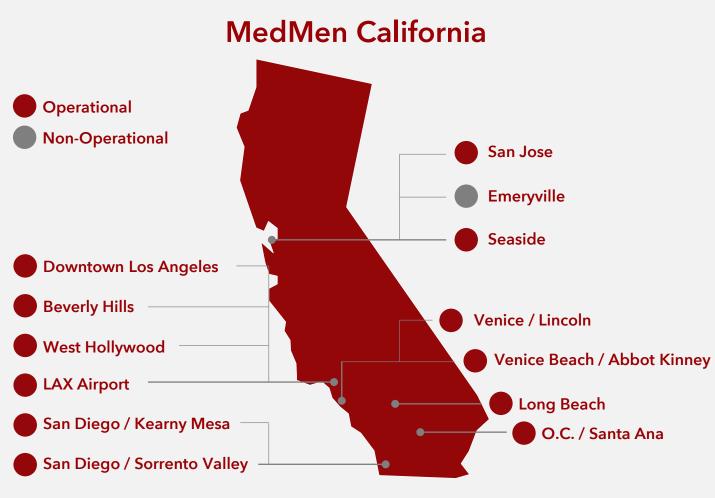


39% **Brand** Awareness in Los Angeles²

Figure based on total media impressions during 2018 and YTD 2019

MedMen Has the Most Valuable Footprint in California





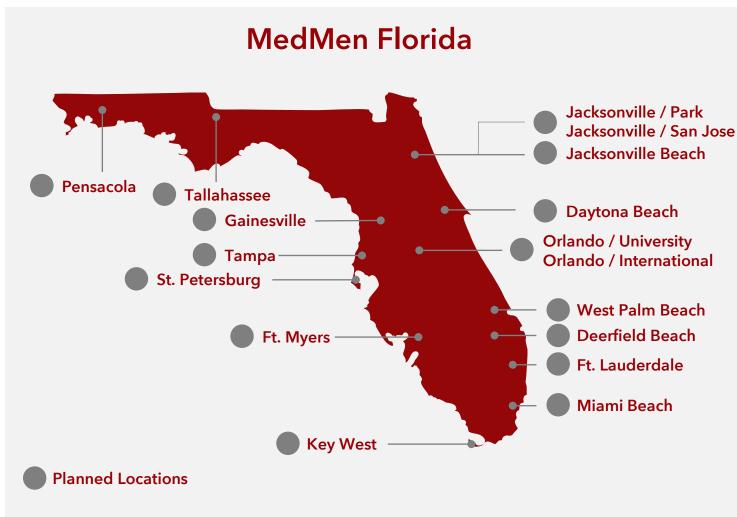


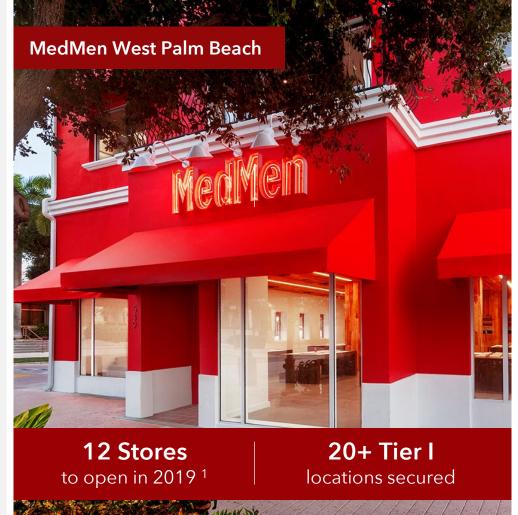


⁽¹⁾ Based on internal targets for California footprint over the next three years

Replicating the California Strategy in Florida









Established
Playbook for
Growth



Compelling Long-Term Growth Strategy





Retail Door Expansion

Operationalize licenses and expand retail footprint in core markets



Achieve Long-Term Profitability

Increase vertical-integration and achieve corporate operating leverage



Enhance Four-Wall Economics

Drive EBITDA margin expansion through retail optimization and economies of scale



Embrace Data

Leverage data to build omni-channel retail experience and increase customer retention

Grow Retail Footprint in Core Markets



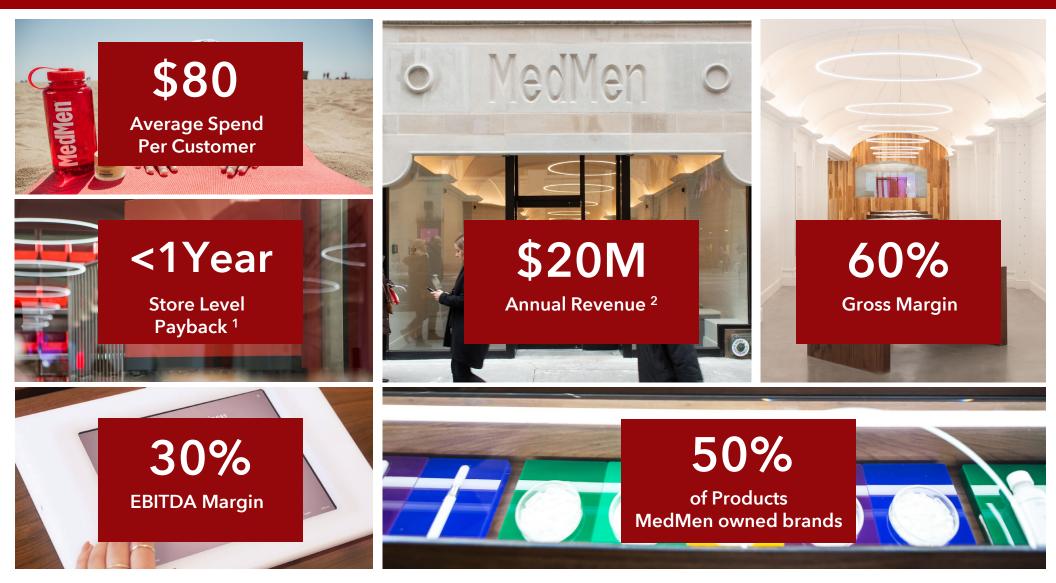






Target Four-Wall Economics

MedMen



⁽¹⁾ Store-level payback defined as time required to pay back initial store buildout costs through store-level cash flows

Driving Profitability Through Investments in Supply Chain





Share of Owned Brands vs. Third-Party Brands ³



Target gross margin for owned-brands

There is no specific time frame for when the Company is able to achieve a 50/50 mix

Based on approximate gross margin for third-party brands during Q3 2019

Owned-Brand Strategy

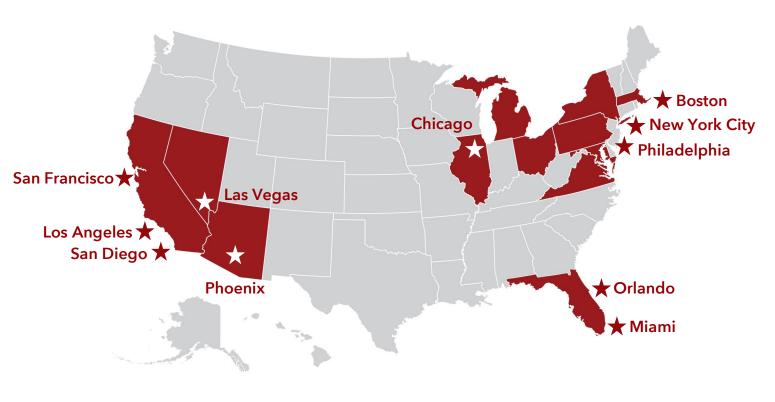
MedMen

MedMen will leverage its premier shelf-space across major cities to build national house brands

[statemade]

MedMen







Partnering with Best-in-Class Local Manufacturers

MedMen







Partnerships Create Significant Economic Value:

Strategic investments

Wholesale discounts

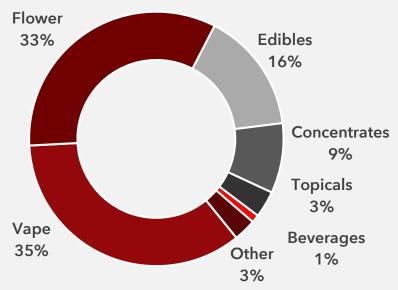
Exclusive products

S Equity for shelf-space

Co-manufacturing rights

Subsidized promotions

In-Store Product Mix 1:



Building Technology-Enabled Retail

MedMen

Enhancing the Retail Experience



In-Store Pickup



Merchandising

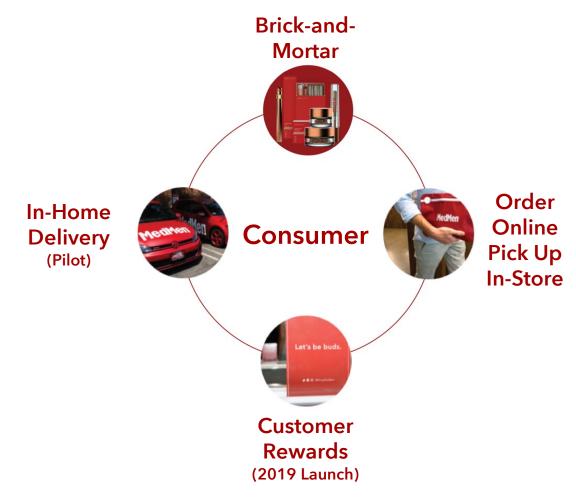


Mobile POS



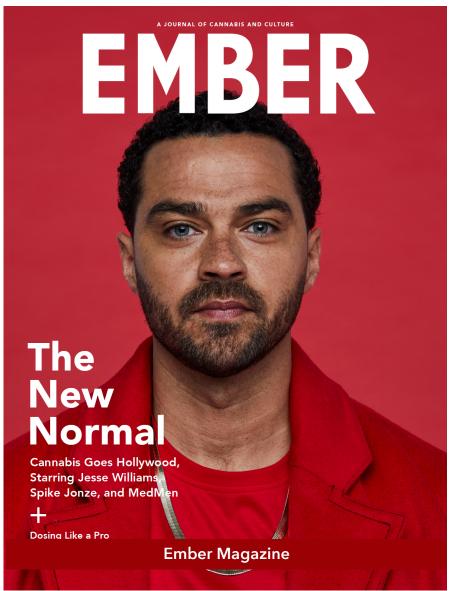
Gift Cards

Omnichannel Strategy



Leveraging Data for Digital and Lifestyle

MedMen



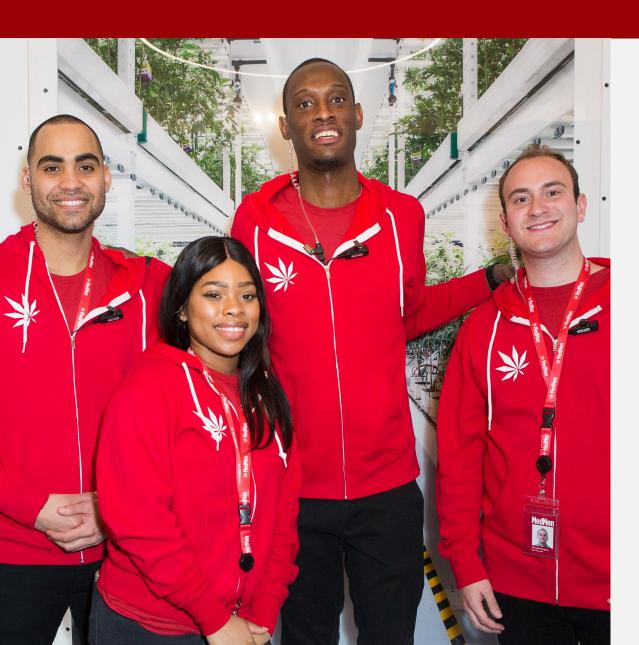






Investing in Our Employees

MedMen



1,000+

Total Employees 650+

Sales Associates Unionized

Partnership with UFCW (CA and NY)

100%

of Employees Receive Stock Options (Including Part-Time) 100%

of Employees
Eligible for
Health Benefits
(Including Part-Time)

10 Hours

Monthly Training



Accelerating
Financial
Profile



Financial Performance



SYSTEMWIDE REVENUE GROWTH 1

\$56.3 (\$US in millions) \$49.6 19.8 \$39.4 19.6 17.9 22% 36.6 39% 29.9 21.5 Q1 FY19 **Q2 FY19 Q3 FY19** ■ Pending Acquisitions Actual

Q3 2019 CALIFORNIA HIGHLIGHTS (\$US)

\$24.9M

RETAIL REVENUE

10

RETAIL LOCATIONS

57%

RETAIL GROSS MARGIN

22%

RETAIL EBITDA MARGIN

M&A Update



M&A Transactions				
Asset	License Type	State	Deal Status	
Emeryville	Retail	California	Closed Q2 '19	
Cannacopia	Retail	Nevada	Closed Q2 '19	
Monarch Wellness	Vertically-integrated	Arizona	Closed Q2 '19	
Seven Point	Retail	Illinois	Closed Q3 '19	
Buddy's	Vertically-integrated	California	Closed Q3 '19	
Level Up	Vertically-integrated	Arizona	Closed Q3 '19	
Sorrento Valley (San Diego)	Retail	California	Closed Q3 '19	
MedMen Santa Ana	Retail	California	Closed Q3 '19	
Sugarleaf	Retail	California	Closed Q3 '19	
PharmaCann	Vertically-integrated	National	Pending	
Green Planet	Retail	Michigan	Pending	
Long Beach	Retail	California	Pending	

Capital Markets Overview (CSE: MMEN; OTCQX: MMNFF)



Revenue (USD) - Q3 2019			
Revenue (millions)	\$36.6		
Q-o-Q Growth	22%		
Balance Sheet (USD) - March 30, 2019			
Balance Sheet (335) Water 30, 231			
Cash ¹	\$23.7		
Total Assets	\$552.1		
Total Debt ²	\$105.6		
Total Other Liabilities	\$187.0		

Shares Outstanding ³	
MedMen Enterprises Inc. Class B Subordinate Voting Shares	168,303,665
MM Can USA, Inc. Redeemable Shares ⁴	319,226,687
MM Enterprises USA, LLC Redeemable Units ⁴	966,565
Total Shares Outstanding	488,496,917
Total Shares Outstanding (Pro Forma for PharmaCann Transaction)	663,178,790

⁽¹⁾ Includes cash, cash equivalents, restricted cash, and receivables from related party

⁽²⁾ Includes notes payable and payables to related party

⁽³⁾ As of 5/28/19

⁽⁴⁾ Each redeemable share or unit is redeemable for one MedMen Enterprises Inc. Class B Subordinate Voting Share

