

**AMENDED FORM 51-102 SECTION 4.9
NOTICE OF CHANGE OF CORPORATE STRUCTURE**

1. Name and Address of Issuer

MedMen Enterprises Inc. (the “**Company**”)
Suite 2200, HSBC Building
885 West Georgia Street
Vancouver, BC
V6C 3E8

2. Parties to the Transaction

The Company, MedMen Acquisition Corp. (“**MedMen Acquisition**”), 1164647 B.C. Ltd. (“**Subco**”), MM CAN USA, Inc. (“**MedMen Corp**”) and MM Enterprises USA, LLC (“**MedMen**”).

3. Description of the Transaction

The Company combined (the “**Business Combination**”) with MedMen Acquisition, MedMen Corp and MedMen. The steps to complete the Business Combination involved the following:

- (a) the Company changed its name from “Ladera Ventures Corp.” to “MedMen Enterprises Inc.”;
- (b) the Company consolidated its outstanding common shares on a 9.2623 into one basis;
- (c) the Company amended its notice of articles and articles to amend the rights and restrictions of the existing class of common shares and redesignate such class as subordinate voting shares (the “**Subordinate Voting Shares**”), and to create a class of multiple voting shares (the “**Super Voting Shares**”);
- (d) Adam Bierman and Andrew Modlin, the founders of MedMen, subscribed for an aggregate of 1,630,590 Super Voting Shares;
- (e) the board of directors and management of the Company were reconstituted;
- (f) subscription receipts of MedMen Acquisition (the “Subscription Receipts”) were exchanged for common shares of MedMen Acquisition on a one-for-one basis;
- (g) the Company acquired all of the issued and outstanding common shares of MedMen Acquisition pursuant to a three-cornered amalgamation whereby a wholly-owned subsidiary of the Company and MedMen Acquisition amalgamated (the “**Amalgamation**”) to form a newly amalgamated company (“**Amalco**”);
- (h) pursuant to the Amalgamation, shareholders of MedMen Acquisition received Subordinate Voting Shares on a one-for-one basis and Amalco became a wholly-owned subsidiary of the Company;
- (i) Amalco dissolved and distributed its assets and liabilities to the Company;
- (j) the proceeds of the sale of the Subscription Receipts were used by the Company to subscribe for 100% of the voting common shares of MedMen Corp;
- (k) MedMen completed a split of all outstanding units on a 1.6417 for one basis;
- (l) the proceeds of the sale of the Subscription Receipts were used by MedMen Corp to subscribe for units of MedMen;
- (m) outstanding convertible notes of MedMen (and accrued interest thereon) were converted into units of MedMen in accordance with their terms;

- (n) MedMen unitholders (other than MedMen Corp and certain MedMen executives owning units of MedMen) contributed their units of MedMen to MedMen Corp in return for non-voting redeemable common shares of MedMen Corp (“**MedMen Corp Redeemable Shares**”) on a one-for-one basis and outstanding warrants of MedMen were amended to become warrants exercisable for MedMen Corp Redeemable Shares on economically equivalent terms;
- (o) MedMen Corp and the remaining members of MedMen amended and restated the limited liability company agreement of MedMen, pursuant to which (i) MedMen was authorized to issue long-term incentive plan units; (ii) MedMen Corp was appointed manager of MedMen; (iii) all previously-issued Class A Units and Class B Units were combined into a single class of units designated as "common units"; and (iv) long-term incentive plan units were issued to certain individuals in exchange for services provided to MedMen; and
- (p) the Company, MedMen Corp and MedMen entered into a Support Agreement with respect to redemption of MedMen Corp Redeemable Shares, amongst other things.

The Business Combination was accounted as a reverse takeover of MedMen (formerly known as The MedMen Group of Companies) by MedMen Enterprises Inc.(formerly Ladera Ventures Corp.)

4. Effective Date of the Transaction

The transaction was completed on May 28, 2018.

5. The Name of Each Party, if any, that Ceased to be a Reporting Issuer after the Transaction and of Each Continuing Entity

The Company continued to be a reporting issuer. No party ceased to be a reporting issuer.

6. Change in Financial Year End

The Company’s new financial year end is June 30. The first financial year-end of the Company following the completion of the Business Combination is June 30, 2018.

7. Interim and Annual Financial Statements

Financial Period	Filing Deadline
Financial Year End – June 30, 2018	October 28, 2018
First Quarter – September 30, 2018	November 29, 2018
Second Quarter – December 31, 2018	March 1, 2019
Third Quarter – March 31, 2018	May 30, 2019

8. Supporting Documentation

Please see the Company’s Form 2A Listing Statement dated as of May 28, 2018, as filed on SEDAR.