EIGHT CAPITAL

CORMARK SECURITIES INC.

TERM SHEET

MEDMEN ENTERPRISES INC.

Bought Public Offering of Units (the "Offering")
September 6, 2018

A preliminary short form prospectus containing important information relating to the securities described in this document will be filed with the securities regulatory authorities in each of the provinces of Canada, ***other than Quebec****, on or before September 12, 2018.*

Copies of the preliminary short form prospectus may be obtained from Eight Capital at ecm@viiicapital.com. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, final short form prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

Issuer:	MedMen Enterprises Inc. (the "**Company**")
Issue:	Treasury offering of 13,636,634 units ("**Units**"). Each Unit will be comprised of one Class B Subordinate Voting Share in the capital of the Company (a "**Share**") and one-half of one common share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant shall be exercisable to purchase one Share at an exercise price of $6.87, for a period of 36 months from Closing.
Issue Price:	$5.50 per Unit ("**Issue Price**").
Issue Size:	$75,000,002
Underwriters' Option:	The Company has granted Eight Capital an option to purchase up to an additional 15% of the Units, at the Issue Price, exercisable in whole or in part at any time for a period of 30 days after and including the Closing Date.
Use of Proceeds:	The net proceeds from the Offering are expected to be used for working capital and general corporate purposes.
Form of Offering:	Bought deal, subject to termination clauses including "material adverse change" out, "disaster" out, and "breach" out.
Form of Underwriting:	Public offering in each of the provinces of Canada, other than Quebec, by way of short form prospectus. Private placement in the United States pursuant to available exemptions from the registration requirements under Rule 144A and/or Regulation D of the U.S. Securities Act of 1933, as amended. The Offering will also be made available outside Canada and the United States on a basis which does not require the qualification or registration of any of the Company's securities under domestic or foreign securities laws or the filing of a prospectus or similar document in such jurisdictions.
Listing:	The Company's Shares trade on the Canadian Securities Exchange ("**Exchange**") under the symbol "MMEN". The Company will use its best efforts to obtain the necessary approvals to list the Shares (including the Shares issuable upon exercise of the Warrants)

on the Exchange, which listing shall be a condition of Closing.

Subject to minimum distribution requirements and the rules of the Exchange, the Company will use its reasonable efforts to list the Warrants on the Exchange.

Eligibility:	The Units will be qualified investments under the *Income Tax Act (Canada)* for registered accounts.
Syndicate:	Eight Capital (bookrunner) / Cormark (bookrunner)
Commission:	6**%**
Closing Date:	On or about September 28, 2018