Exhibit 99.1

CURALEAF HOLDINGS, INC.

Condensed Interim Consolidated Financial Statements (Unaudited)

As of March 31, 2026 and December 31, 2025

and

For the Three Months Ended March 31, 2026 and 2025

(Expressed in Thousands United States Dollars Unless Otherwise Stated)

Curaleaf Holdings, Inc.

Condensed Interim Consolidated Balance Sheets (Unaudited)

(in thousands)

		As of	
	Note	**March 31, 2026**	**December 31, 2025**
Assets		*Unaudited*	*Audited*
Current assets:			
Cash and cash equivalents (including restricted cash and cash equivalents)	*3*	$ 106,129	101,573
Accounts receivable, net of allowance for credit losses of $2,346 and $2,617, respectively	*7, 26*	71,546	76,339
Inventories, net	*8*	241,284	225,022
Assets held for sale	*5, 6*	3,054	3,681
Prepaid expenses and other assets – current	*3*	33,135	37,379
Notes receivable - current	*9*	6,368	4,629
Total current assets		461,516	448,623
Deferred tax asset		464	443
Income tax receivable		2,382	2,382
Prepaid expenses and other assets – net of current	*14, 26*	17,879	13,396
Notes receivable - net of current	*9*	806	2,980
Property, plant and equipment, net	*10, 12*	509,153	520,386
Right-of-use assets, finance lease, net	*11*	91,646	97,599
Right-of-use assets, operating lease, net	*11*	112,147	113,274
Intangible assets, net	*13*	982,061	1,011,115
Goodwill	*13*	633,524	635,117
Total assets		$ 2,811,578	$ 2,845,315

Curaleaf Holdings, Inc.
Condensed Interim Consolidated Balance Sheets (Unaudited)
(in thousands)

	Note	As of March 31, 2026	As of December 31, 2025
Liabilities, Temporary equity and Shareholders' equity			
Current liabilities:			
Accounts payable		$ 76,100	$ 74,725
Accrued expenses	*15*	102,089	110,493
Income tax payable		21,661	18,952
Lease liabilities, finance - current	*11*	12,709	11,684
Lease liabilities, operating - current	*11*	20,046	19,837
Notes payable - current	*16*	40,014	35,730
Deferred consideration liability - current	*4*	2,171	2,966
Financial obligations - current	*12*	10,421	7,238
Liabilities associated with assets held for sale	*5, 6*	6,839	7,073
Other current liabilities		4,292	5,616
Total current liabilities		296,342	294,314
Deferred tax liability		204,160	212,002
Notes payable - net of current	*16*	525,077	512,922
Lease liabilities, finance - net of current	*11*	137,755	144,446
Lease liabilities, operating - net of current	*11*	97,513	102,346
Uncertain tax position		439,228	531,508
Contingent consideration liability - net of current	*4, 26*	3,047	3,358
Deferred consideration liability - net of current	*4*	125	—
Financial obligations - net of current	*12*	197,743	202,901
Other non-current liabilities		1,479	1,237
Total liabilities		1,902,469	2,005,034
Commitments and contingencies	*25*		
Temporary equity:			
Redeemable non-controlling interest contingency	*2, 18*	87,997	83,931
Shareholders' equity:			
Additional paid-in capital	*17*	2,348,719	2,345,402
Accumulated other comprehensive loss		(10,162)	(1,808)
Accumulated deficit		(1,517,445)	(1,587,244)
Total shareholders' equity		821,112	756,350
Total liabilities, temporary equity and shareholders' equity		$ 2,811,578	$ 2,845,315

The accompanying notes are an integral part of the Condensed Interim Consolidated Balance Sheets (Unaudited) (as defined herein).

Curaleaf Holdings, Inc.

Condensed Interim Consolidated Statements of Operations (Unaudited)

(in thousands, except for share and per share amounts)

	Note	Three Months Ended March 31, 2026	Three Months Ended March 31, 2025
Revenues, net:			
Retail and wholesale revenues		$ 320,910	$ 304,983
Management fee income		3,321	1,641
Total revenues, net	*24*	324,231	306,624
Cost of goods sold		166,941	151,058
Gross profit		157,290	155,566
Operating expenses:			
Selling, general and administrative	*20*	113,206	106,194
Share-based compensation	*19*	9,664	4,624
Depreciation and amortization	*10, 11, 12, 13*	33,667	35,382
Total operating expenses		156,537	146,200
Income from continuing operations		753	9,366
Other income (expense):			
Interest income		212	171
Interest expense related to notes payable and deferred consideration liabilities	*16*	(15,024)	(14,161)
Interest expense related to lease liabilities and financial obligations	*11, 12*	(10,503)	(11,084)
Loss on impairment	*10, 11*	—	(3,695)
Other (expense) income, net	*22*	(4,067)	3,003
Total other expense, net		(29,382)	(25,766)
Loss before benefit (provision) for income taxes		(28,629)	(16,400)
Benefit (provision) for income taxes		98,705	(33,653)
Net income (loss) from continuing operations		70,076	(50,053)
Net loss from discontinued operations	*6*	(293)	(10,193)
Net income (loss)		69,783	(60,246)
Less: Net (loss) income attributable to non-controlling interest	*2, 18*	(16)	817
Net income (loss) attributable to Curaleaf Holdings, Inc.		$ 69,799	$ (61,063)
Per share – basic and diluted[(2)]:			
Net income (loss) per share from continuing operations[(1)]		$ 0.09	$ (0.09)
Net loss per share from discontinued operations		—	(0.01)
Net income (loss) per share attributable to Curaleaf Holdings, Inc.[(1)]	*23*	$ 0.09	$ (0.10)
Weighted average common shares outstanding[(2)]	*23*	775,429,231	744,898,937

[(1)] Certain non-controlling interests are redeemable at the option of the holders. When the estimated redemption value exceeds the recorded amount, the excess is charged directly to Shareholders' equity on the Condensed Interim Consolidated Balance Sheets (Unaudited). This adjustment does not affect the Company's reported net loss; however, under ASC 480-10, *Distinguishing Liabilities from Equity*, the excess redemption value must be included in the calculation of earnings per share - basic and diluted. See *Note 2 — Basis of presentation and consolidation* and *Note 23 — Earnings per share* for additional information.

[(2)] As a result of the Company's net losses from its continuing and discontinued operations for the three months ended March 31, 2025, the calculation of diluted net loss per share for each period presented gives no consideration to potentially anti-dilutive securities; and as such, is the same as basic net loss per share for each period presented.

The accompanying notes are an integral part of the Condensed Interim Consolidated Statements of Operations (Unaudited) (as defined herein).

Curaleaf Holdings, Inc.

Condensed Interim Consolidated Statements of Comprehensive Loss (Unaudited)

(in thousands)

	Three months ended March 31,	
	2026	**2025**
Net income (loss) from continuing operations	$ 70,076	$ (50,053)
Foreign currency translation (loss) gain	(4,653)	8,819
Net comprehensive gain (loss) from continuing operations	65,423	(41,234)
Net comprehensive loss from discontinued operations	(293)	(10,193)
Net comprehensive gain (loss)	65,130	(51,427)
Less: Net comprehensive income attributable to non-controlling interest	3,685	3,573
Net comprehensive gain (loss) attributable to Curaleaf Holdings, Inc.	$ 61,445	$ (55,000)

The accompanying notes are an integral part of the Condensed Interim Consolidated Statements of Comprehensive Loss (Unaudited) (as defined herein).

Curaleaf Holdings, Inc.

Condensed Interim Consolidated Statements of Temporary Equity and Shareholders’ Equity (Unaudited)

(in thousands, except for share amounts)

	Note	Redeemable non-controlling interest contingency	Common shares Number of Shares SVS*	MVS*	Additional paid-in capital	Treasury shares	Accumulated other comprehensive loss	Accumulated deficit	Total shareholders’ equity
Balances as of December 31, 2024		$ 132,179	656,088,216	93,970,705	$ 2,237,468	$ —	$ (20,080)	$ (1,356,174)	$ 861,214
Extinguishment of convertible notes by issuance of SVS*	*16*	—	4,282,596	—	16,500	—	—	—	16,500
Foreign currency translation gain		2,756	—	—	—	—	6,063	—	6,063
Exercise of stock options	*19*	—	100,000	—	10	—	—	—	10
Issuance of SVS* upon vesting of RSUs**	*19*	—	1,668,625	—	—	—	—	—	—
Issuance of SVS* upon vesting of PSUs**	*19*	—	359,948	—	—	—	—	—	—
Excess redemption value above carrying value	*18*	13,327	—	—	(13,327)	—	—	—	(13,327)
Share-based compensation	*19*	—	—	—	4,624	—	—	—	4,624
Net income (loss)		817	—	—	—	—	—	(61,063)	(61,063)
Balances as of March 31, 2025		$ 149,079	662,499,385	93,970,705	$ 2,245,275	$ —	$ (14,017)	$ (1,417,237)	$ 814,021
Balances as of December 31, 2025		$ 83,931	678,504,043	93,970,705	$ 2,345,402	$ —	$ (1,808)	$ (1,587,244)	$ 756,350
Foreign currency translation gain (loss)		3,701	—	—	—	—	(8,354)	—	(8,354)
Exercise of stock options	*19*	—	2,989,729	—	478	—	—	—	478
Issuance of SVS* upon vesting of RSUs**	*19*	—	5,986,488	—	—	—	—	—	—
Issuance of SVS* upon vesting of PSUs**	*19*	—	2,784,641	—	—	—	—	—	—
SVS* withheld to satisfy statutory tax withholding obligations[1]	*19*	—	(2,761,211)	—	(6,444)	—	—	—	(6,444)
Excess redemption value above carrying value	*18*	381	—	—	(381)	—	—	—	(381)
Share-based compensation: equity-classified awards	*19*	—	—	—	9,664	—	—	—	9,664
Net (loss) income		(16)	—	—	—	—	—	69,799	69,799
Balances as of March 31, 2026		$ 87,997	687,503,690	93,970,705	$ 2,348,719	$ —	$ (10,162)	$ (1,517,445)	$ 821,112

[1] In connection with the Company’s net share settlement (withhold-to-cover) of PSUs and RSUs that vested during three months ended March 31, 2026.

*as defined in *Note 1 — Operations of the Company*

**as defined in *Note 3 — Significant accounting policies*

The accompanying notes are an integral part of the Condensed Interim Consolidated Statements of Temporary Equity and Shareholders’ Equity (Unaudited) (as defined herein).

Curaleaf Holdings, Inc.
Condensed Interim Consolidated Statements of Cash Flows (Unaudited)
(in thousands)

	Note	Three months ended March 31, 2026	Three months ended March 31, 2025
Cash flows from operating activities:			
Net income (loss) from continuing operations		$ 70,076	$ (50,053)
Adjustments to reconcile net loss from continuing operations to net cash provided by operating activities from continuing operations:			
Depreciation and amortization	*10, 11, 12, 13*	47,855	48,829
Share-based compensation	*19*	9,664	4,624
Non-cash interest expense		5,766	1,772
Amortization of operating lease right-of-use assets	*11*	4,851	4,237
Loss on impairment	*10, 11, 12*	—	3,695
Loss (gain) on extinguishment of debt	*16, 22*	4,289	(1,487)
(Gain) loss on disposal of assets	*22*	(194)	1,076
Gain on investment	*14, 22*	(342)	(277)
Non-cash adjustments to inventory	*8*	(571)	(306)
Allowance for credit losses	*7, 26*	84	(127)
Deferred taxes		(6,982)	(4,278)
Other non-cash (income) expenses		(443)	132
Foreign exchange loss (gain)	*22*	1,547	(1,475)
Changes in assets and liabilities:			
Accounts receivable, net	*7, 26*	4,186	1,705
Inventories, net	*8*	(16,281)	(2,680)
Prepaid expenses and other assets – current	*3*	6,186	(2,560)
Income tax receivable		—	4,621
Net assets held for sale	*5, 6*	375	—
Prepaid expenses and other assets – net of current	*14, 26*	(939)	636
Accounts payable		1,659	(5,017)
Accrued expenses and other liabilities	*15*	(15,046)	(2,096)
Income tax payable		(89,478)	48,396
Lease liabilities, operating	*11*	(4,991)	(4,333)
Net cash provided by operating activities from continuing operations		21,271	45,034
Net cash used in operating activities from discontinued operations		(283)	(6,605)
Net cash provided by operating activities		20,988	38,429
Cash flows from investing activities:			
Purchases of property, plant and equipment	*10, 12*	(16,985)	(16,077)
Disposals of property, plant and equipment	*10, 12*	—	200
Purchases of intangibles	*13*	(61)	(226)
Purchase of investments	*14*	—	(277)
Issuance of notes receivable	*9*	(126)	(1,206)
Payments received on notes receivables	*9*	586	267
Net cash used in investing activities from continuing operations		(16,586)	(17,319)
Net cash used in investing activities from discontinued operations		—	(178)
Net cash used in investing activities		(16,586)	(17,497)
Cash flows from financing activities:			
Proceeds from notes payable[(1)]	*16*	362,978	19,681

Curaleaf Holdings, Inc.
Condensed Interim Consolidated Statements of Cash Flows (Unaudited)
(in thousands)

	Note	Three months ended March 31, 2026	Three months ended March 31, 2025
Principal payments on notes payable	*16*	(344,280)	(18,214)
Payments of debt issuance costs	*16*	(7,009)	(950)
Principal payments on finance lease liabilities	*11*	(2,832)	(2,474)
Principal payments on financial obligations	*12*	(1,975)	(1,774)
Exercise of stock options	*19*	477	10
Payments to repurchase SVS[2]	*19*	(6,444)	—
Payments of deferred consideration	*4*	(618)	(3,000)
Net cash provided by (used in) financing activities from continuing		297	(6,721)
Net cash used in financing activities from discontinued operations		—	—
Net cash provided by (used in) financing activities		297	(6,721)
Net increase in cash and cash equivalents (including restricted cash and cash equivalents)		4,699	14,211
Cash and cash equivalents (including restricted cash and cash equivalents), beginning of period		101,573	107,226
Effect of exchange rate changes on cash and cash equivalents (including restricted cash and cash equivalents)		(143)	430
Cash and cash equivalents (including restricted cash and cash equivalents), end of period		$ 106,129	$ 121,867
Non-cash investing & financing activities:			
Purchases of property, plant and equipment within accounts payable and accrued expenses	*10*	$ 770	$ 2,417
Exchanged portion of Senior Secured Notes - 2026* for Senior Secured Notes - 2029*[1]	*16*	142,202	—
Non-cash proceeds from Note Exchange*	*16*	—	7,000
Extinguishment of convertible notes by issuance of SVS*	*16*	—	16,500
Non-cash activity related to obtaining finance right-of-use assets	*11*	23	1,994
Non-cash activity related to obtaining operating right-of-use assets	*11*	1,442	4,941
Other non-cash activity related to finance right-of-use assets	*11*	(2,857)	1,133
Other non-cash activity related to operating right-of-use assets	*11*	(921)	(1,262)
Excess redemption value attributable to non-controlling interest	*18*	(381)	13,327
Supplemental disclosure of cash flow information:			
Cash paid for taxes		$ 1,511	$ 1,610
Cash paid for interest		22,204	16,530

*as defined herein

[1] The remaining outstanding balance of the Senior Secured Notes – 2026* of $142.2 million was exchanged on a non-cash basis for Senior Secured Notes – 2029*.

[2] In connection with the Company’s net share settlement (withhold-to-cover) of PSUs* and RSUs* that vested during three months ended March 31, 2026.

The accompanying notes are an integral part of the Condensed Interim Consolidated Statements of Cash Flows (Unaudited) (as defined herein).

Explanatory Note

Unless otherwise noted or the context otherwise requires, all information provided in the unaudited Condensed Interim Consolidated Financial Statements as of March 31, 2026 and December 31, 2025 and for the three months ended March 31, 2026 and 2025 and the accompanying notes (together, the "Consolidated Financial Statements (Unaudited)") is given as of March 31, 2026, and references to the "Company" or "Curaleaf" see Curaleaf Holdings, Inc. (the "Company"), its wholly-owned subsidiaries, majority-owned subsidiaries and legal entities in which it holds a controlling financial interest.

Note 1 — Operations of the Company

The Company is a leading global cannabis company, delivering a vertically integrated platform with a broad omnichannel distribution footprint and a diversified portfolio of brands and products serving consumers and patients, with a mission to improve lives by providing clarity around cannabis and confidence around consumption.

The Company's global brand portfolio consists of Anthem, Curaleaf, Dark Heart, Find, Grassroots, JAMS, Reef, Select, Four20 Pharma, Green Britannia and Huala.

Domestic Operations:

In the United States ("U.S."), the Company serves the medical and adult-use cannabis markets through retail and wholesale channels. As of March 31, 2026, the Company's U.S. operations, conducted by the Company and/or its affiliates, spanned 15 states and included 164 dispensaries, 15 cultivation sites and 18 manufacturing facilities.

International Operations:

The Company's international operations extend to cultivation, processing, manufacturing and distribution in several key markets:

- **Cultivation:** The Company operates licensed cultivation facilities in Portugal and Canada.
- **Processing and Manufacturing:** Pharma-grade cannabis processing and manufacturing facilities are maintained in Germany, Spain, Canada, Portugal and the United Kingdom ("U.K.").
- **Wholesale Distribution:** The Company supplies cannabis on a wholesale basis to Australia, New Zealand, the U.K. and various European countries, including Germany, Italy, Poland, the Czech Republic, Switzerland, Sweden and Norway.
- **Retail Sales:** In the U.K., the Company operates a medical cannabis clinic and holds a pharmacy license, which enables the direct retail supply of medical cannabis to patients.

The Company's subordinate voting shares ("SVS") are listed on the Toronto Stock Exchange (the "TSX") under the symbol "CURA" and quoted on the OTCQX® Best Market under the symbol "CURLF".

The principal business address of the Company is located at 290 Harbor Drive, Stamford, Connecticut 06902. The Company's registered and records office address is located at Suite 1700-666 Burrard Street, Vancouver, British Columbia, Canada.

Note 2 — Basis of presentation and consolidation

The Consolidated Financial Statements (Unaudited) have been prepared in accordance with accounting principles generally accepted in the U.S. ("U.S. GAAP") as issued by the Financial Accounting Standards Board (the "FASB"). The significant accounting policies described in *Note 3 — Significant accounting policies* have been applied consistently to all periods presented.

Amounts reported in the Consolidated Financial Statements (Unaudited) include estimates and assumptions of management. Actual results could differ from these estimates. In the opinion of management, the financial data presented includes all adjustments necessary to present fairly the Company's financial position, results of operations and cash flows for the periods presented.

Certain previously reported amounts have been reclassified between line items to conform to the current period presentation with no impact on previously reported results of operations, cash flows or shareholders' equity.

The Consolidated Financial Statements (Unaudited) should be read in conjunction with (i) management's discussion and analysis ("MD&A") of the financial condition and results of operations of the Company as of and for the three months ended March 31, 2026 and 2025, (ii) the audited consolidated financial statements for the Company as of and for the years ended December 31, 2025 and 2024 and the accompanying notes thereto (collectively, the "Annual Audited Consolidated Financial Statements") as well as (iii) the Company's annual information form for the year ended December 31, 2025 (the "Annual Information Form"). Copies of the MD&A, Annual Audited Consolidated Financial Statements and the Annual Information Form are available under the Company's profiles on SEDAR+ at www.sedarplus.ca and EDGAR at www.sec.gov/edgar.

Functional and presentation currency

The Consolidated Financial Statements (Unaudited) are presented in U.S. dollar ("USD"), which is the reporting currency of the Company, unless otherwise noted. The functional currency of the Company and the domestic entities reflected in the Consolidated Financial Statements (Unaudited) is the USD, and the functional currency of each of the Company's international entities is the currency of the economic environment in which primary operations are conducted. The financial accounts of the Company's international subsidiaries are translated to USD using exchange rates at specific reporting dates or average rates over the reporting period, as applicable. Unrealized gains and losses resulting from foreign currency translation adjustments are recognized within Accumulated other comprehensive loss, which is a component of Shareholders' equity on the Condensed Interim Consolidated Balance Sheets (Unaudited). Realized transactional exchange gains and losses are included in Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Basis of measurement

The Consolidated Financial Statements (Unaudited) have been prepared on a going concern basis, under the historical cost convention, except for certain financial instruments that are measured at recurring fair value, and certain assets that may be measured at fair value on a nonrecurring basis, as described herein.

Basis of consolidation

The Consolidated Financial Statements (Unaudited) include all the accounts of the Company, its wholly-owned subsidiaries, majority-owned subsidiaries and legal entities in which it holds a controlling financial interest. Historically, the Company has obtained controlling financial interests in entities through management service agreements ("MSAs") or financing arrangements.

All intercompany balances and transactions have been eliminated in consolidation. See *Note 3 — Significant accounting policies.*

Non-controlling interests ("NCI")

NCI in consolidated subsidiaries represent the component of equity in consolidated subsidiaries held by third parties. Any change in ownership of a subsidiary while the controlling financial interest is retained is accounted for as an equity transaction between the controlling and non-controlling interests. However, when a subsidiary is deconsolidated, any retained non-controlling equity investment in the former subsidiary is initially measured at fair value, and the gain or loss triggered by any difference between the carrying value and fair value of the retained interest would be included in Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited).

NCI with redemption features, such as put and call options, that are not solely within the Company's control are considered redeemable non-controlling interests ("Redeemable NCI"). Redeemable NCI is considered to be temporary equity and is reported in the mezzanine section between Commitments and contingencies and Shareholders' equity on the Condensed Interim Consolidated Balance Sheets (Unaudited). Redeemable NCI is recorded at the greater of the carrying value, which is adjusted for the NCI's share of net income or loss generated over the reporting period, and the estimated redemption value at the end of the reporting period. In instances where the redemption value of Redeemable NCI is greater than the carrying value ("excess redemption value") and redemption is at least probable, the Company has elected to immediately recognize the entire excess redemption value as an adjustment to Additional paid-in capital on the Condensed Interim Consolidated Balance Sheets (Unaudited). This election provides for a more immediate and transparent reflection of the economic impact associated with changes in redemption value, as opposed to accreting the difference over time.

Change in ownership

Changes in the Company's ownership interest of a subsidiary with a Redeemable NCI that do not also result in a change in control are accounted for as equity transactions in accordance with Accounting Standards Codification ("ASC") 810, *Consolidation* ("ASC 810"). No gain or loss is recognized in earnings within the Condensed Interim Consolidated Statements of Operations (Unaudited). The carrying amount of the Redeemable NCI is adjusted to reflect the revised ownership percentage, and any difference between the consideration paid and the adjustment to the Redeemable NCI is recognized within Additional paid-in capital in the Condensed Interim Consolidated Balance Sheets (Unaudited). Adjustments to Accumulated other comprehensive loss attributable to the Redeemable NCI are also reclassified to Additional paid-in capital to reflect the Company's revised ownership interest.

See *Note 18 — Redeemable non-controlling interest* for additional information.

Note 3 — Significant accounting policies

Variable interest entities

The Company consolidates legal entities in which it holds a controlling financial interest. Pursuant to ASC 810, the Company is deemed to have a controlling financial interest, when (i) it has the power to direct the activities of a variable interest entity ("VIE") that most significantly impact the VIE's economic performance and (ii) the obligation to absorb losses of, or the right to receive benefits from, the VIE that could be potentially significant to the VIE. See *Note 2 — Basis of presentation and consolidation* and *Note 27 — Variable interest entities* for additional information about the entities consolidated by the Company under the VIE consolidation model.

Cash and cash equivalents (including restricted cash and cash equivalents)

Cash and cash equivalents include cash deposits in financial institutions, other deposits that are readily convertible into cash, with original maturities of three months or less, and cash held at retail locations. Accounts at each institution are insured by the Federal Deposit Insurance Corporation (the "FDIC") up to $250,000. The Company maintains its cash in bank deposit accounts, the balances of which, at times, may exceed federally insured limits.

As of March 31, 2026 and December 31, 2025, restricted cash and cash equivalents totaled $12.4 million, comprising $12.0 million of cash pledged as collateral for the Company's ABL Facility (as defined in *Note 16 — Notes payable)* and the related interest earned.

Prepaid expenses and other assets

Prepaid expenses primarily result from advance cash payments made by the Company to its vendors in exchange for goods and services. Upon recognition, the advance payments, measured at cost, are capitalized on the Condensed Interim Consolidated Balance Sheets (Unaudited) until the related goods are received and/or services performed. Amortization of the Company's Prepaid expenses, which is based on the passage of time or as the related assets and/or services are expected to be consumed, is recognized within Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Prepaid expenses also include capitalized implementation costs associated with software-as-a-service ("SaaS") and other hosting arrangements. SaaS and other hosting arrangements are evaluated under ASC 350-40, *Internal Use Software* ("ASC 350-40") and accounted for as service contracts when the Company lacks the contractual right to take possession of the software or the ability to run it independently. Implementation costs associated with these SaaS and hosting arrangements, specifically configuration and customization activities, are capitalized once the project is probable of being completed; all other costs are expensed as incurred. Capitalized implementation costs are amortized on a straight-line basis over the term of the arrangement, including renewal periods that are reasonably certain to be exercised. Amortization expense is recognized within Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited), consistent with the presentation of the associated SaaS and hosting subscription fees.

Other current assets, which represent assets expected to be realized within 12 months of the balance sheet date, consist primarily of non-income tax receivables, prepaid marketing materials and deferred financing fees related to the Company's lines of credit.

Prepaid expenses and other assets – current

As of March 31, 2026 and December 31, 2025, the Company had $27.6 million and $31.5 million, respectively, of Prepaid expenses – current and $5.5 million and $5.9 million, respectively, of Other assets – current.

Notes receivable

Notes receivable are recognized and measured at amortized cost, which is inclusive of the initial carrying amount adjusted for any subsequent principal payments, accretion of paid-in-kind interest and any expected credit losses. Interest income on notes receivable is recognized using the effective interest rate method and recognized within Interest income on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 9 — Notes receivable* for further detail.

Allowance for credit losses on financing receivables

Pursuant to ASC 310, *Receivables*, the Company recognizes financing receivables, such as accounts receivable and notes receivable, net of an allowance for credit losses on the Condensed Interim Consolidated Balance Sheets (Unaudited), in order to present the financing receivables at the expected realizable value. The Company determines its allowance for expected credit losses in accordance with ASC 326, *Financial instruments - Credit Losses*. Accordingly, the Company's allowances for expected credit losses reflect the potential uncollectability of its financing receivables, based on historical credit loss information as adjusted for current conditions, reasonable and supportable forecasts and the risk characteristics of specific receivables. If current or expected future economic trends, events or changes in circumstances indicate that specific accounts receivable may not be collectible, further consideration is given to the collectability of those balances, and the allowance for expected credit losses is adjusted accordingly. Changes in circumstances that could result in the establishment of an allowance for expected credit losses include, but are not limited to, (i) a borrower experiencing significant financial difficulty; (ii) a significant delinquency in contractual payments; (iii) a determination that foreclosure on the underlying collateral is probable or (iv) an assessment that repayment will be sourced primarily from the sale of the underlying collateral.

Financing receivables are written off after exhaustive collection efforts occur, and the receivables are deemed uncollectible. The credit loss expense associated with the allowance for expected credit losses is recognized within Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

For further detail on the Company's allowance for credit losses related to its accounts receivable as of March 31, 2026 and December 31, 2025, see *Note 7 — Accounts receivable, net*. The Company did not recognize an allowance for credit losses on its notes receivable as of March 31, 2026 and December 31, 2025.

Inventories, net

Inventories, including packaging and supplies, are stated at the lower of cost or net realizable value ("NRV") within Inventories, net on the Condensed Interim Consolidated Balance Sheets (Unaudited). NRV is the estimated selling price in the ordinary course of business less estimated costs to sell.

The Company utilizes a standard costing methodology to value its inventories. Standard costs, which are inclusive of, but not limited to, materials, labor and depreciation expense, are reviewed periodically and adjusted to approximate weighted average cost. Inventoried costs are recognized within Cost of goods sold on the Condensed Interim Consolidated Statements of Operations (Unaudited) upon sale of the associated product.

The Company reviews and recognizes inventory write-downs for inventories that are aged, obsolete, unsellable, not compliant with the Company's quality standards or that have experienced a decline in carrying value in excess of the respective estimated NRV. Inventory write-downs are presented within Cost of goods sold on the Condensed Interim Consolidated Statements of Operations (Unaudited) and are not reversed in subsequent periods. See *Note 8 — Inventories, net* for further detail.

Property, plant and equipment, net

Property, plant and equipment is stated at cost less accumulated depreciation and any impairment losses. The Company capitalizes significant expenditures that extend the useful life of its property, plant and equipment, including those associated with failed sale and leaseback arrangements, and expenses the costs of repairs and maintenance as incurred. Construction in progress is measured at cost and, upon completion and placement in service, is reclassified to the appropriate asset class described in the table below.

The Company's property, plant and equipment is segregated into the following six asset classes:

Asset class	Estimated useful lives[2]
Land	Indefinite life
Machinery and equipment	3-7 years
Furniture and fixtures	5 years
Building and improvements[1]	15-39 years

[1] Leasehold improvements are depreciated over the shorter of the asset's useful life or the remaining lease term.

[2] At each fiscal year-end, the Company reviews the estimated useful lives, residual values and depreciation methods of its Property, plant and equipment and applies any resulting adjustments prospectively.

Depreciation is calculated using the straight-line method to allocate the cost of property, plant and equipment—net of any estimated residual value—over the estimated useful lives. The Company recognizes depreciation expense within Cost of goods sold and Depreciation and amortization on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Property, plant and equipment that is held for sale is recorded at its estimated fair value less costs to sell and depreciation ceases. Property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use. The resulting gain or loss—calculated as the difference between net disposal proceeds and the carrying value of the property, plant and equipment—is recognized within Other income (expense), net on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 10 — Property, plant and equipment, net* for further detail.

Intangible assets, net

The Company recognizes intangible assets that arise from contractual or other legal rights or are otherwise separable.

Intangible assets acquired in a business combination are measured at their acquisition-date fair value. For intangible assets acquired in a group constituting an asset acquisition, the total cost is allocated to the individual assets based on their relative fair values.

Upon initial recognition, an intangible asset is assigned an estimated useful life, representing the period over which the asset is expected to generate future economic benefits. Subsequently, intangible assets are amortized on a straight-line basis over their estimated useful lives. The resulting amortization expense is recognized within Depreciation and amortization on the Condensed Interim Consolidated Statements of Operations (Unaudited).

The Company's intangible assets are segregated into six asset classes with the following estimated useful lives:

Asset class	Estimated useful lives[1][2]
Non-compete agreements	1-15 years
Trade names	1-20 years
Intellectual property and know-how	5-15 years
Licenses and service agreements	5-30 years
Customer relationships	3 years
Internal-use software	3-7 years

[1] At each fiscal year-end, the Company reviews the estimated useful lives of its intangible assets and applies any resulting adjustments prospectively.

[2] The Company holds no intangible assets with indefinite useful lives.

See *Note 13 — Intangible assets, net and Goodwill* for further detail.

Leases

The Company evaluates contracts at inception to determine whether the contract constitutes or contains a lease. A contract is determined to be a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company's determination of the lease term and classification of a lease as a finance lease or an operating lease occurs as of the lease commencement date. The Company's lease agreements typically contain various extension and termination options. In determining the lease term, the Company includes any option periods for which it is reasonably certain that it will exercise an option to extend the lease or not exercise an option to terminate the lease. For leases with an initial term exceeding 12 months, the Company recognizes a lease liability and a corresponding right-of-use ("ROU") asset. The lease liability is measured at the present value of future lease payments over the lease term. The ROU asset is measured as the initial lease liability, adjusted for any lease payments made at or before commencement, initial direct costs incurred and lease incentives received. The Company uses its collateralized incremental borrowing rate ("IBR") to determine the present value of future lease payments, unless the rate implicit in the lease is readily determinable.

Lease payments included in the measurement of the lease liability primarily consist of in-substance fixed payments. Certain real estate leases contain provisions for future rent escalations tied to an index or a contractual rate. Variable lease payments not dependent on an index or rate are excluded from the lease liability measurement and are expensed as incurred. In addition, the Company's real estate leases may require additional payments for taxes, insurance and common area maintenance, which are considered non-lease components. Where these non-lease components are fixed, they are included in the measurement of the lease liability and ROU asset. Where these non-lease components are variable, the variable payments are excluded from the Company's measurements of its ROU assets and lease liabilities and are expensed as incurred through Cost of goods sold or Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

ROU assets are amortized on a straight-line basis over the shorter of the useful life of the asset or the lease term:

- *Operating Leases:* Lease expense, comprised of the amortization of the ROU asset and the reduction of the lease liability, is recognized as a single amount and allocated between Cost of goods sold and Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

- *Finance Leases:* The amortization of the ROU asset is recognized in and allocated between Cost of goods sold and/or Depreciation and amortization, while the effective interest portion of the lease payment is recognized within Interest expense related to lease liabilities and financial obligations on the Condensed Interim Consolidated Statements of Operations (Unaudited).

The Company has elected the following practical expedients permitted under ASC 842, *Leases* ("ASC 842"):

- For leases with an initial term of 12 months or less, the Company does not recognize an ROU asset or lease liability. Lease expense for these short-term leases is recognized on a straight-line basis over the lease term and recognized within Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

- For all classes of leased assets, the Company has elected to combine lease and non-lease components into a single lease component.

The Company occasionally subleases an underlying asset to a third party while the original head lease remains in effect. The Company accounts for the head lease and the sublease as separate transactions. If a sublease arrangement relieves the Company of its primary obligation under the head lease, the associated ROU asset and lease liability are derecognized, and any gain or loss is recognized in the period within Other (expense) income, net in the Condensed Interim Consolidated Statements of Operations (Unaudited). If the Company is not relieved of its primary obligation, the original lease accounting remains unchanged, and the Company accounts for the sublease as a lessor. Rent payments received from subleases of operating leases and finance leases are recognized within Selling, general and administrative, as a reduction of the related lease expense recorded as the primary lessee, and Other (expense) income, net, respectively, on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 11 — Leases* for further detail.

Failed sale and leaseback arrangements

The Company periodically enters into arrangements where the Company sells an asset and simultaneously leases back all, or a portion of, the same asset for all, or part of, the asset's remaining useful life. Each such transaction is evaluated under ASC 606 to determine if the transfer of the asset qualifies as a sale. When a sale and leaseback transaction does not qualify for sale accounting, the transaction is accounted for as a financing arrangement, and the Company:

- does not derecognize the underlying asset and continues to recognize the asset within Property, plant and equipment, net on the Condensed Interim Consolidated Balance Sheets (Unaudited), depreciating the asset over its remaining useful life;

- recognizes a liability for the sale proceeds, within Financial obligations - current and Financial obligations - net of current on the Condensed Interim Consolidated Balance Sheets (Unaudited); and

- allocates the cash payments made to the buyer-lessor between principal reduction of the financial liability and interest expense, using the effective interest method. The interest expense is recognized within Interest expense related to lease liabilities and financial obligations on the Condensed Interim Consolidated Statements of Operations (Unaudited).

If a sale and leaseback transaction that previously failed to qualify for sale accounting subsequently meets the criteria for a sale, the Company accounts for the transaction as a sale and leaseback on that date. The date on which the transaction qualifies as a sale (the "Qualifying Event") is considered the commencement date of the leaseback. Upon meeting the sale criteria, the Company performs the following:

- *Derecognition:* The Company derecognizes the carrying amount of the underlying asset and associated financial obligation on the Condensed Interim Consolidated Balance Sheets (Unaudited). The difference between the carrying amounts of the derecognized asset and associated financial obligation is recognized as a gain or loss within Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited).

- *Leaseback recognition:* Simultaneously, the Company recognizes a lease liability and a corresponding ROU asset. The lease liability is measured as the present value of the remaining lease payments, determined using the IBR assessed on the original sale date or on the date of the Qualifying Event. The IBR utilized is determined based on whether the Qualification Event results from the passage of time (e.g., the expiration of a repurchase option) or as a result of a substantive modification to the economic terms of the underlying contract.

See *Note 12 — Failed sale and leaseback arrangements* for further detail.

Impairment of long-lived assets

The Company evaluates its long-lived assets, including property, plant and equipment, ROU assets and definite-lived intangible assets, for impairment whenever events or changes in circumstances suggest the carrying amount of the asset group(s) to which the long-lived asset(s) are classified may not be recoverable. If a triggering event occurs, the Company tests its long-lived asset group(s) for recoverability by comparing the carrying amount to the estimated future undiscounted cash flows expected to result from the Company’s use and eventual disposition of the long-lived asset group(s). If the long-lived asset group(s) fail the recoverability test, the Company recognizes an impairment loss for the amount by which the carrying amount exceeds the fair value of the long-lived asset group(s). Impairment losses are recognized as incurred within Loss on impairment on the Condensed Interim Consolidated Statements of Operations (Unaudited). Typically, impairment losses recognized in prior reporting periods are irreversible.

Goodwill

Goodwill represents the excess of the consideration transferred in a business combination over the fair value of the net tangible and intangible assets acquired. Goodwill is not amortized but is tested for impairment at the reporting unit level. Upon acquisition, goodwill is allocated to the reporting unit or units expected to benefit from the business combination. A reporting unit is an operating segment or one level below an operating segment that represents a component, or group of components, for which discrete financial information is available and reviewed regularly by segment management.

Impairment of goodwill

The Company tests goodwill for impairment annually, as of October 1, and more frequently if events or changes in circumstances indicate that an impairment loss may have been incurred. The Company conducts its impairment testing process as follows:

- *Qualitative Assessment:* The Company may first perform a qualitative assessment to determine if it is more likely than not that the fair value of a reporting unit, inclusive of any allocated goodwill, is less than its carrying value. This assessment considers factors such as significant underperformance relative to historical or projected future operating results, significant negative industry or economic trends and significant changes in the Company's use of the acquired assets or its overall business strategy.

- *Quantitative Test:* If the qualitative assessment indicates that an impairment is more likely than not, the Company proceeds to a quantitative impairment test. The fair value of the reporting unit is compared to its carrying value, including goodwill. The fair value of a reporting unit is determined using a combination of income and market-based valuation approaches.

If the carrying value of a reporting unit exceeds its fair value, the Company recognizes an impairment loss equal to the excess. The loss recognized is limited to the total amount of goodwill allocated to that reporting unit. Impairment losses are recognized within Loss on impairment on the Condensed Interim Consolidated Statements of Operations (Unaudited), during the period in which the impairment is identified. Impairment losses recognized in prior reporting periods are irreversible.

Historically, goodwill recognized in connection with the Company’s acquisitions has not been deductible for income tax purposes.

See *Note 13 — Intangible assets, net and Goodwill* for further detail.

Investments

The Company’s investments are accounted for based on the nature of the investment and the level of influence the Company can exercise over the investee.

Investments with significant influence: Investments in entities over which the Company has significant influence but not control are accounted for using the equity method of accounting:

- The investment is initially recorded at cost; and

- The carrying amount is subsequently adjusted each reporting period to recognize the Company's proportionate share of the investee's net income or loss in the current fiscal period.

Investments without significant influence: Investments in entities over which the Company does not have significant influence or control are accounted for as follows:

- *With readily determinable fair value*: measured at fair value, with all unrealized gains and losses recognized within the Condensed Interim Consolidated Statements of Operations (Unaudited) in the period they occur;

- *Without readily determinable fair value*: measured at cost, less any impairment, and adjusted for any observable price changes from identical or similar investments of the same issuer.

The Company evaluates its investment portfolio quarterly for indicators of impairment. If the Company has reason to believe that an investment's fair value is below its carrying value, the Company recognizes an impairment loss for the difference.

On the Condensed Interim Consolidated Statements of Operations (Unaudited), recognized gains and losses are reflected within Other (expense) income, net and impairment losses are recognized within Loss on impairment, during the period in which they occur.

Deferred charges

Costs incurred to obtain new debt financing or modify existing debt are deferred. The accounting treatment for these costs depends on the nature of the financing arrangement.

Debt discounts and debt issuance costs related to term loans are presented on the Condensed Interim Consolidated Balance Sheets (Unaudited) as a direct deduction from or addition to the carrying amount of the related debt and are amortized to Interest expense related to notes payable and deferred consideration liabilities over the term of the debt using the effective interest method.

Debt issuance costs related to revolving lines of credit are capitalized and recognized within Prepaid expenses and other assets – current or Prepaid expenses and other assets – net of current, based on the remaining term of the underlying credit facility, on the Condensed Interim Consolidated Balance Sheets (Unaudited). These costs are amortized to Interest expense related to notes payable and deferred consideration liabilities on a straight-line basis over the term of the credit facility on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Commitments and contingencies

The Company recognizes loss contingencies on litigation matters within Accrued expenses on the Condensed Interim Consolidated Balance Sheets (Unaudited). Losses on contingent liabilities are recognized when both of the following conditions are met: (i) it is probable that a loss has been incurred and (ii) the amount of the loss can be reasonably estimated. The Company does not recognize gain contingencies until realized or realizable; however, if realization of a gain contingency appears probable and disclosure would not be misleading, the Company discloses the nature of the contingency and, if estimable, the amount of the potential gain. Losses (gains) related to contingent liabilities are recognized within Other (expense) income, net, on the Condensed Interim Consolidated Statements of Operations (Unaudited).

The Company recognizes legal costs, as incurred, within Selling, general and administrative on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 25 — Commitments and contingencies* for further detail.

Income taxes

The Company's Benefit (provision) for income taxes on the Condensed Interim Consolidated Statements of Operations (Unaudited) is comprised of current and deferred income taxes, except to the extent that the income tax expense is related to a business combination or items that are recognized directly within Shareholders' equity on the Condensed Interim Consolidated Balance Sheets (Unaudited).

Current income taxes are recognized for the estimated taxes payable or refundable for the current fiscal period and are based on the taxable income (loss) for the current fiscal period (as adjusted for unrecognized tax benefits, changes in tax receivables (payables) that arose in a prior period and recovery of taxes paid in a prior period). Current taxes are measured using tax rates and laws enacted as of the reporting date within which the taxable income (loss) arose. Current tax assets and liabilities are offset only if the right of offset exists.

Deferred income taxes are recognized for the future tax consequences of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax basis. Deferred taxes are measured using enacted tax rates expected to apply in the years in which those temporary differences are expected to be recovered or settled. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in Benefit (provision) for income taxes on the Condensed Interim Consolidated Statements of Operations (Unaudited) in the period that includes the enactment date.

Valuation allowances

Deferred tax assets are reduced by a valuation allowance, if based on available evidence, it is more-likely-than-not that some portion or all of the deferred tax assets will not be realized. The Company assesses the realizability of its deferred income tax assets quarterly, considering all available positive and negative evidence, including the nature, frequency and severity of cumulative losses, forecasts of future profitability and the duration of statutory carryforward periods.

Net operating loss ("NOL") carryforwards

The Company recognizes the tax benefit from an NOL carryforward only to the extent it is more-likely-than-not that the tax benefit will be realized.

In accordance with Section 382 ("Section 382") of the Internal Revenue Code, if a corporation undergoes an "ownership change," the corporation's ability to use its pre-change NOL carryforwards and other tax attributes to offset post-change income may be limited. The Company has not completed a study to assess whether an "ownership change" has occurred or whether there have been multiple ownership changes since the Company became a "loss corporation," as defined in Section 382. Future changes in the Company's equity ownership, which may be outside of its control, or future equity offerings and acquisitions could trigger an "ownership change." If an "ownership change" has occurred or does occur in the future, the Company may be limited in its utilization of NOL carryforwards, which could result in increased future tax liabilities.

Uncertain tax positions

The Company files tax returns as prescribed by the tax laws of the jurisdictions in which it operates and, in the normal course of business, is subject to examination and audit by federal, state and foreign jurisdictions. The Company recognizes a liability for tax positions that are more likely than not to be disallowed upon examination by a tax authority.

The Company's cannabis operations are subject to Section 280E of the U.S. Internal Revenue Code ("Section 280E"), which disallows deductions for ordinary and necessary business expenses. The Company has adopted a tax position, supported by legal interpretations, asserting that the restrictions of Section 280E do not apply to its cannabis operations (the "Section 280E Position"). While the Company believes the Section 280E Position is supported by sound legal interpretations, the cannabis industry operates in a complex and evolving regulatory environment. If the Company's position is not upheld the Company has recognized a liability for this contingency within Uncertain tax position on the Condensed Interim Consolidated Balance Sheets (Unaudited).

The Company's Uncertain tax position liability decreased by $92.3 million during the three months ended March 31, 2026, of which $96.5 million reflects the portion associated with the Section 280E Position. The remaining movement relates to other immaterial uncertain tax positions.

The Company believes it is reasonably possible that its liability for uncertain tax positions will continue to increase over the next 12 months, while the Section 280E Position is reviewed by the Internal Revenue Service ("IRS") and certain state tax authorities.

Unrecognized tax benefits

The Company records tax benefits for all years subject to examination based upon management's evaluation of the facts, circumstances and information available at the reporting date. Quantifying income tax positions involves inherent uncertainty, particularly given the complexity of federal, state and foreign tax laws and regulations in the jurisdictions in which the Company operates. The Company recognizes tax benefits only on those tax positions where it is more-likely-than-not that a tax benefit will result upon ultimate settlement with a taxing authority in possession of all relevant information.

The Company recognizes interest and penalties related to unrecognized tax positions within Benefit (provision) for income taxes on the Condensed Interim Consolidated Statements of Operations (Unaudited), or if incurred as a result of an acquisition, within Income tax receivable on the Condensed Interim Consolidated Balance Sheets (Unaudited).

Revenues

The Company recognizes revenue when the control of a promised good or service is transferred to the customer in an amount that reflects the consideration to which the Company expects to be entitled in exchange for the transferred good or service.

Retail and wholesale revenues

The Company derives revenue from the sale of cannabis products. Domestically, revenue is generated primarily from direct-to-consumer retail sales at Company-operated dispensaries and from wholesale sales to third-party dispensaries, distributors and processors. Internationally, revenue is generated from direct-to-patient retail sales through the Company's online cannabis pharmacy in the U.K. and from wholesale sales to distributors in Australia, Canada, Europe and New Zealand. In addition, the Company generates non-cannabis revenues from wholesale operations in Germany and Spain.

Revenues from the sale of retail and wholesale cannabis products are recognized at the point in time when control of the products is transferred to the customers. Typically, for retail customers, control is transferred at point of sale and for wholesale customers control is transferred upon delivery and acceptance. Retail and wholesale revenues are recorded net of any sales discounts.

Management fee income

Management fee income is derived from various arrangements with cannabis licensees and other third parties. These arrangements include Management Service Agreements ("MSA"s) through which the Company provides professional services, such as cultivation, processing and retail know-how; back-office administration; brand licensing and real estate leasing/lending services. Domestically, management fee income is inclusive of royalty fees earned on the use of the Company's licenses by third parties; while, internationally, the Company earns fees for providing manufacturing, logistics and consultation services. Management fee income is recognized on a straight-line basis over the term of the associated arrangements as services are provided.

Customer loyalty program and Promotional discounts

For most of its locations, the Company offers a loyalty reward program where retail customers can earn points on purchases for redemption on future purchases. Loyalty reward points are considered a material right and a separate performance obligation, and a portion of the initial transaction price is allocated to the loyalty points earned on the transaction and deferred. The deferred revenue is recognized within Accrued expenses on the Condensed Interim Consolidated Balance Sheets (Unaudited), until the earned loyalty reward points are redeemed, expired or forfeited. As of March 31, 2026 and December 31, 2025, the Company's Accrued loyalty payable totaled $5.2 million and $5.0 million, respectively.

Promotional discounts and loyalty rewards that are not tied to a customer purchase are expensed as incurred and recognized within Sales and marketing, which is a component of Selling, general and administrative expense on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 24 — Segment reporting* for additional information.

Share-based compensation

The Company accounts for all share-based payments to employees, directors and consultants, including stock options, performance stock units (“PSUs”), restricted stock units (“RSUs”) and virtual share options (“VSOs”), by measuring the awards at their grant-date fair value and recognizing the corresponding compensation expense over the requisite service period, which typically equates to the vesting period. The Company recognizes share-based compensation expense within Share-based compensation on the Condensed Interim Consolidated Statements of Operations (Unaudited), with a corresponding increase to Shareholders’ equity or Accrued expenses on the Condensed Interim Consolidated Balance Sheets (Unaudited), based on the award’s classification.

Valuation

The fair value of share-based awards is determined using appropriate valuation models depending on the nature of the award:

- RSUs and PSUs: The fair value of RSUs and PSUs subject to service or non-market performance conditions is determined based on the closing market price of the Company’s SVS on the date of grant.

- Stock options: The Company uses the Black-Scholes option-pricing model to determine the grant-date fair value of stock options.

- Awards with market conditions: For awards that contain market conditions (e.g., achieving a specific stock price), the Company utilizes a Monte Carlo simulation model to determine the grant-date fair value.

- VSOs: VSOs are awards that do not convey actual equity interests and are settled solely in cash. Such awards are classified as liability awards, and the grant-date fair value is determined in accordance with the underlying plan agreement. VSOs are remeasured to fair value at the end of each reporting period.

The key assumptions used in the Black-Scholes model include the award’s expected term, expected volatility, risk-free interest rate and expected dividend yield. Expected volatility is estimated based on the historical stock price volatility of the Company’s SVS over a period commensurate with the award's expected term. The risk-free interest rate is based on the U.S. Treasury yield curve for a term consistent with the expected life of the award (i.e. the period of time that granted stock options are expected to be outstanding). The Company uses an expected dividend yield of zero as it does not currently anticipate paying dividends.

Forfeitures

The Company has elected to recognize forfeitures of unvested awards as they occur. Accordingly, previously recognized compensation expense is reversed in the period in which the forfeiture occurs.

See *Note 19 — Share-based compensation* for further detail.

Advertising costs

Advertising costs are expensed as incurred and recorded as a component of Sales and marketing on the Condensed Interim Consolidated Statements of Operations (Unaudited).

See *Note 20 — Selling, general and administrative expense* for further detail.

Earnings per share, basic and diluted

The Company presents basic and diluted earnings per share (“EPS”) on its Condensed Interim Consolidated Statements of Operations (Unaudited). Basic EPS is calculated by dividing the net income (loss) attributable to the Company’s shareholders by the weighted average number of shares outstanding during the reporting period.

Diluted EPS reflects the potential dilution that could occur if contracts to issue SVS were exercised or converted into SVS during the reporting period. Potentially dilutive instruments include share-based awards, contingent equity consideration obligations and convertible debt instruments. To compute diluted EPS, the Company applies the treasury stock method to share-based awards and the if-converted method to contingent equity consideration obligations and convertible debt instruments.

Instruments that are anti-dilutive are excluded from the calculation of diluted EPS. Accordingly, in periods of net loss, diluted EPS generally equals basic EPS, as the inclusion of potentially dilutive instruments would be anti-dilutive, unless instruments subject to the if-converted method are dilutive after considering the related numerator adjustments.

For redeemable non-controlling interests classified as mezzanine equity, adjustments to reflect changes in the estimated redemption value in excess of the carrying amount are treated as equity adjustments and reduce (or increase) net income (loss) attributable to common shareholders in the calculation of basic and diluted EPS.

See *Note 23 — Earnings per share* for further detail.

Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Of the $500.0 million in Senior Secured Notes – 2029 (defined herein), issued on February 18, 2026, $1.0 million is held indirectly by the Company's Chief Executive Officer and Chairman ("CEO and Chairman"). The CEO and Chairman participated in the issuance alongside other holders, and this portion of the issuance has been characterized as a related party transaction. For additional information on the Company's Senior Secured Notes – 2029, see *Note 16 — Notes payable.*

Business combinations and asset acquisitions

The Company accounts for business combinations using the acquisition method in accordance with ASC 805, *Business Combinations* ("ASC 805"), which requires recognition of assets acquired and liabilities assumed, including contingent assets and liabilities, at their respective fair values on the date of acquisition or assumption of control.

Business combinations

Under the acquisition method, the assets acquired and liabilities assumed in a business combination are recognized at their respective fair values on the date of acquisition, and the operating results of the acquired business are included in the Company's Consolidated Financial Statements (Unaudited) from the date of acquisition. The excess of consideration transferred over the net assets acquired and liabilities assumed is recognized as goodwill as of the acquisition date.

Non-controlling interests in the acquiree are measured at fair value on acquisition date, and acquisition-related transaction costs are recognized as expenses in the period in which the costs are incurred.

Contingent consideration arising from a business combination is included in the purchase consideration at its fair value on the acquisition date:

- <u>Liability-classified</u>: Contingent consideration classified as a liability is remeasured to fair value at each reporting period, with changes in fair value recognized within Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited); and

- <u>Equity-classified</u>: Contingent consideration classified as equity is not remeasured. Contingent consideration classified as equity is assessed quarterly to determine whether equity classification remains appropriate.

Deferred consideration arising from a business combination is included in the purchase price at its fair value, discounted to present value. The subsequent accretion of the discount and any changes in the fair value of the deferred consideration as a result of post-acquisition-date events are recognized in earnings within Interest expense related to notes payable and deferred consideration liabilities and Other income, net, respectively, on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Purchase price allocations may be preliminary and during the measurement period (not to exceed one year from the date of acquisition), changes in assumptions and estimates that result in adjustments to the fair value of assets acquired and liabilities assumed are recorded in the period the adjustments are determined.

Asset acquisitions

The Company applies a screen test to determine if an acquisition should be accounted for as a business combination or an asset acquisition. When substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or a group of similar assets (generally 90% or more), the transaction is accounted for as an asset acquisition. In addition, assets acquired that do not constitute a business are accounted for as asset acquisitions. The Company allocates the cost of an asset acquisition, including acquisition-related transaction costs, to the individual assets acquired and liabilities assumed based on their relative fair values.

See *Note 4 — Acquisitions* for further detail.

Fair value of financial instruments

ASC 820, *Fair Value Measurement* ("ASC 820") defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 also establishes a fair value hierarchy to prioritize the inputs used to measure fair value into three categories based upon the lowest level of input that is available and significant to the fair value measurement.

The three levels of the fair value hierarchy, wherein Level 1 is the highest and Level 3 is the lowest, are as follows:

Level 1 — Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 — Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly; and

Level 3 — Inputs for the asset or liability that are not based on observable market data.

The Company evaluates the classification of its financial instruments within the fair value hierarchy at the end of each reporting period. Transfers between levels are recognized based on changes in the observability of the inputs used to measure fair value. The Company's policy is to recognize transfers between levels of the fair value hierarchy as of the beginning of the reporting period in which the event or change in circumstances that caused the transfer occurs.

The Company's financial instruments consist of cash and cash equivalents, restricted cash and cash equivalents, accounts receivable, notes receivable, equity investments, accounts payable, accrued expenses, long-term notes payable, contingent and deferred consideration liabilities and redeemable NCI.

The carrying values of cash, restricted cash, cash equivalents, accounts receivable, notes receivable, accounts payable and accrued expenses approximate their fair values due to the relatively short-term to maturity. The Company's notes payable and deferred consideration liabilities are carried at amortized cost, and redeemable NCI is recognized at the greater of carrying value or estimated redemption value at the end of each reporting period.

The Company's equity investments with readily determinable fair values and contingent consideration liabilities are measured at fair value on a recurring basis.

See *Note 26 — Fair value measurements and financial risk management* for further detail.

Significant accounting judgments, estimates and assumptions

The preparation of financial statements in accordance with U.S. GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses as well as the disclosure of contingent liabilities. These estimates are developed based on historical experience, observable trends and other information available, and they are reviewed and updated regularly. Although actual results could differ from these estimates, management believes them to be reasonable. Changes in estimates are accounted for prospectively.

The most significant assumptions and estimates underlying the Consolidated Financial Statements (Unaudited) are described below:

Consolidation and variable interest entities

Significant judgment is applied to determine whether the Company holds a controlling financial interest in an entity, particularly when the Company does not hold a majority voting interest. This evaluation considers voting rights, MSAs, the entity's design and the existence of financial guarantees. The Company consolidates entities in which it holds a controlling financial interest. See *Note 2 — Basis of presentation and consolidation* and *Note 27 — Variable interest entities* for further detail.

Business combinations and asset acquisitions

Significant judgment is applied in determining whether an acquisition is treated as a business combination or an asset acquisition. The Company uses an optional screen test under which a transaction is accounted for as an asset acquisition if substantially all of the fair value of the gross assets acquired (generally 90% or more) is concentrated in a single identifiable asset or group of similar assets.

In a business combination, significant estimates are used to determine the fair value of assets acquired and liabilities assumed. Depending on the complexity of the transaction, an independent valuation expert may be engaged.

- <u>Intangible Assets</u>: The valuation of acquired intangible assets, such as cannabis licenses, requires the development of forward-looking cash flow projections and the selection of appropriate discount and terminal growth rates.

- <u>Contingent Consideration</u>: The fair value of contingent consideration liabilities, such as earn-outs, is estimated based on the probability and timing of achieving specific future outcomes, such as revenue targets.

These valuations are closely linked to the assumptions made by management regarding future performance of the assets acquired and any changes in the discount rate applied. See *Note 4 — Acquisitions* for further detail.

Goodwill impairment

Goodwill is tested for impairment annually or more frequently if impairment indicators exist. This test requires the estimation of the fair value of its reporting units using income and market-based approaches. This process involves significant judgment in developing business plans and forecasts as well as in selecting appropriate market data. See *Note 13 — Intangible assets, net and Goodwill* for further detail.

Share-based compensation - Stock options

Estimating the fair value of share-based awards requires significant assumptions for the inputs used in the Black-Scholes or Monte Carlo valuation models, including expected volatility of the Company's SVS, the expected life of an award and the risk-free interest rate. The Company uses an expected dividend yield of zero, as it does not currently anticipate paying dividends. See *Note 19 — Share-based compensation* for further detail.

Impairment of long-lived assets

The Company evaluates the recoverability of long-lived assets when events indicate their carrying value may not be recoverable. This requires judgment in interpreting key factors (e.g., adverse changes in market conditions, regulatory environment or business climate and adverse changes in the extent or manner in which the long-lived assets will be used) and in estimating the undiscounted future cash flows of such assets. See *Note 10 — Property, plant and equipment, net* for further detail.

Inventories, net

Inventories are measured at the lower of cost or NRV. Determining NRV requires significant judgment regarding future demand, selling prices, shrinkage and inventory aging. See *Note 8 — Inventories, net* for further detail.

Leases

The selection of the lease term and IBR significantly impacts the classification and valuation of ROU assets and lease liabilities.

- *Lease Term:* Assessing options to extend or terminate a lease involves evaluating strategic, operational and economic factors, such as the scale of the Company's investment and the strategic importance of the property location.

- *IBR:* When the implicit rate in a lease is not readily determinable, an IBR must be assessed based on available information at the commencement date, including the specific lease term.

Evaluating whether a contract contains a lease or an embedded lease requires significant judgment. This assessment involves determining (i) if an arrangement conveys the right to control an identified asset by evaluating whether the asset is explicitly or implicitly specified, (ii) whether the Company obtains substantially all economic benefits from its use and (iii) whether the Company has the right to direct that use.

See *Note 11 — Leases* for further detail.

Income taxes

There is inherent uncertainty in quantifying income tax positions. Management must exercise significant judgment in evaluating whether its tax positions are more likely than not to be sustained upon examination or audit by tax authorities in the complex federal, state and foreign jurisdictions in which the Company operates.

Held for sale and discontinued operations

Significant judgment is required to determine if a disposal group meets the specific criteria to be classified as "held for sale." An asset or disposal group must meet all of the following conditions:

- Management is committed to a plan to sell;
- The asset or disposal group is available for immediate sale in its present condition;
- An active program to locate a buyer has been initiated;
- The sale is highly probable within one year;
- The asset or disposal group is being actively marketed for sale at a reasonable price; and
- It is unlikely that the plan will be significantly changed or withdrawn.

A disposal group classified as held for sale is reported as a "discontinued operation" if it represents a strategic shift that has a major effect on the Company's operations and financial results. Assets held for sale are measured at the lower of their carrying amount or fair value less costs to sell. Pursuant to ASC 205, *Presentation of Financial Statements,* the financial results of the Company's discontinued operations are presented separately on the Condensed Interim Consolidated Statements of Operations (Unaudited) as Net loss from discontinued operations.

See *Note 5 — Assets and liabilities held for sale* and *Note 6 — Discontinued operations* for further detail.

Redeemable non-controlling interests

The valuation and classification of redeemable non-controlling interests involve significant judgment, including developing discounted cash flow models with assumptions about future revenue, margins and economic conditions. The Company also has to assess whether the underlying equity instruments are currently redeemable or likely to become redeemable in the future, adding complexity to their classification on the Condensed Interim Consolidated Balance Sheets (Unaudited). See *Note 18 — Redeemable non-controlling interest* for further detail.

Revenue recognized from contracts with customers

Significant judgment is applied in evaluating the nature of the Company's wholesale and MSA revenue contracts. This includes assessing whether the Company acts as the principal or agent in contracts with customers, particularly where third-party involvement or shared responsibilities exist. The Company also evaluates whether certain transactions are non-reciprocal in nature, requiring consideration of whether a transfer of assets occurred without commensurate value received. In arrangements involving transfers of inventory between the same counter-parties, the Company applies judgment to determine whether such transfers represent distinct revenue-generating events. Additionally, the allocation of transaction price across multiple performance obligations necessitates the estimation of standalone selling prices and the timing of satisfaction of each obligation.

New, amended and future accounting pronouncements

The Company has implemented all applicable accounting standards recently issued by the FASB, as well as applicable pronouncements from certain other standard-setting bodies, within the prescribed effective dates. Pronouncements that are not applicable or where it has been determined do not have a significant impact to the Company have been excluded herein.

Recently adopted accounting standards

Effective January 1, 2026 the Company adopted prospectively ASU 2025-05, *Financial Instruments—Credit Losses: Measurement of Credit Losses for Accounts Receivable and Contract Assets* ("ASU 2025-05"). ASU 2025-05 was issued to simplify and improve the measurement of credit losses for accounts receivable and contract assets. The amendments in ASU 2025-05 respond to stakeholder concerns regarding the cost and complexity of applying the current expected credit loss model, particularly for assets collected shortly after the balance sheet date. ASU 2025-05 introduces an optional practical expedient allowing all entities to assume that current conditions as of the balance sheet date remain unchanged for the remaining life of the asset. Upon adoption, ASU 2025-05 did not materially impact the Company's consolidated financial position, results of operations or cash flows, as the Company's trade accounts receivable are typically settled shortly after billing with historically low write-offs and minimal sensitivity to macroeconomic fluctuations.

Effective January 1, 2026 the Company adopted prospectively ASU 2025-03, *Business Combinations and Consolidation: Determining the Accounting Acquirer in the Acquisition of a Variable Interest Entity* ("ASU 2025-03"). Under ASU 2025-03, a reporting entity involved in a business combination effected primarily by the exchange of equity interests must consider the factors in ASC 805-10-55-12 through 55-15 to determine which entity is the accounting acquirer regardless of whether the legal acquiree is a VIE. More specifically, when considering those factors, the reporting entity can determine that a transaction in which the legal acquiree is a VIE represents a reverse acquisition (in which the legal acquirer is identified as the acquiree for accounting purposes). As a result, comparability is increased with business combinations in which the legal acquiree is a voting interest equity. Upon adoption, ASU 2025-03 did not impact the Company's consolidated financial position, results of operations or cash flows, as the Company did not acquire any VIEs on or after January 1, 2026.

Effective January 1, 2026 the Company adopted prospectively ASU 2024-04, *Debt with Conversion and Other Options* ("ASU 2024-04"). ASU 2024-04 clarifies the requirements for accounting for a settlement of a convertible debt instrument as an induced conversion and applies to convertible debt instruments with cash conversion features as well as debt instruments that are not currently convertible. Upon adoption, ASU 2024-04 did not impact the Company's consolidated financial position, results of operations or cash flows, as the Company has not settled a convertible debt instrument as an induced conversion on or after January 1, 2026.

Recently issued accounting standards

In December 2025, the FASB issued ASU 2025-11, *Interim Reporting (Topic 270): Narrow-Scope Improvements* ("ASU 2025-11"). ASU 2025-11 makes targeted, narrow-scope improvements to the interim reporting guidance in ASC 270 to clarify the timing and consistency of recognition and measurement in quarterly financial statements. The amendments address specific areas where existing guidance led to uncertainty about whether certain costs, adjustments or changes in estimates should be recognized in an interim period or allocated over an annual period. The amendments in ASU 2025-11 do not introduce new accounting concepts but improves consistency, reduces diversity in practice and enhances comparability across interim reporting periods. ASU 2025-11 is effective for fiscal years beginning after December 15, 2027, including interim reporting periods within those fiscal years, and can be applied on either a prospective or modified retrospective basis. Early adoption is permitted. The Company does not anticipate ASU 2025-11 will have a material impact on its consolidated financial statements upon adoption.

In September 2025, the FASB issued ASU 2025-07, *Derivatives and Hedging (Topic 815) and Revenue from Contracts with Customers (Topic 606): Scope Refinements* ("ASU 2025-07"). ASU 2025-07 was issued to clarify the application of derivative accounting to certain contracts and refine the guidance for share-based noncash consideration received from customers. The amendments introduce a scope exception for contracts that are not exchange-traded and whose underlying is tied to operations or activities specific to one party. Additionally, ASU 2025-07 clarifies that share-based noncash consideration from a customer should initially be accounted for under Topic 606 until the right to receive or retain such consideration becomes unconditional, at which point financial instruments guidance may apply. ASU 2025-07 is effective for fiscal years beginning after December 15, 2026, including interim reporting periods within those fiscal years, and can be applied on either a prospective or modified retrospective basis. Early adoption is permitted. The Company is currently evaluating the potential impact of ASU 2025-07 to the Company and its consolidated financial statements upon adoption.

In September 2025, the FASB issued ASU 2025-06, *Intangibles—Goodwill and Other—Internal-Use Software: Targeted Improvements to the Accounting for Internal-Use Software* ("ASU 2025-06"). ASU 2025-06 was issued to modernize and clarify the accounting for internal-use software, addressing stakeholder concerns that the existing guidance was outdated and based on traditional waterfall development methods that no longer reflect current software development practices, including agile methodologies. The amendments in ASU 2025-06 eliminate references to prescriptive "project stages" and introduce a clearer capitalization threshold, requiring capitalization of software costs once (i) management has authorized and committed funding to the project and (ii) it is probable the software will be completed and used as intended. Entities must also assess whether significant uncertainty exists in the development process when applying this threshold. ASU 2025-06 is effective for all entities for annual reporting periods beginning after December 15, 2027, and can be applied on a prospective, modified retrospective or retrospective basis. Early adoption is permitted. The Company is currently evaluating the potential impact of ASU 2025-06 to the Company and its consolidated financial statements upon adoption.

In May 2025, the FASB issued ASU 2025-04, *Compensation—Stock Compensation and Revenue from Contracts with Customers* ("ASU 2025-04"). ASU 2025-04 revises FASB's Master Glossary definition of the term performance condition for share-based consideration payable to a customer. The revised definition incorporates

- conditions (such as vesting conditions) that are based on the volume or monetary amount of a customer's purchases (or potential purchases) of goods or services from the grantor and
- performance targets based on purchases made by other parties that purchase the grantor's goods or services from the grantor's customers.

In addition, the amendments in ASU 2025-04,

- eliminate the policy election permitting a grantor to account for forfeitures as they occur;
- clarify that share-based consideration encompasses the same instruments as share-based payment arrangements, but the grantee does not need to be a supplier of goods or services to the grantor and
- clarify that a grantor is required to assess the probability that an award will vest using only the guidance in ASC 718, *Compensation—Stock Compensation*. Revenue recognition will no longer be delayed when an entity grants awards that are not expected to vest.

ASU 2025-04 is effective for all entities for annual reporting periods, including interim reporting periods within those annual reporting periods, beginning after December 15, 2026 and can be applied on a modified retrospective or retrospective basis. Early adoption is permitted. The Company is currently evaluating the potential impact of ASU 2025-04 to the Company and its consolidated financial statements upon adoption. As of March 31, 2026, the Company has no customer contracts or transactions within the scope of this amendment.

In November 2024, the FASB issued ASU 2024-03, "*Reporting Comprehensive Income—Expense Disaggregation Disclosures,*" which was subsequently amended by ASU 2025-01 in January 2025. ASU 2024-03, as amended, requires public business entities to provide disaggregated disclosures of specific income statement expense categories, including purchases of inventory, employee compensation, depreciation, intangible asset amortization, depletion and selling expenses. These amendments aim to enhance transparency by offering investors more detailed insights into an entity's expense structure. This additional information is intended to improve investors' ability to understand an entity's cost structure and to forecast future cash flows. ASU 2024-03 is effective for all entities for annual periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027. Early adoption is permitted on either a prospective or retrospective basis. The Company is currently evaluating the potential impact of ASU 2024-03 to the Company and its consolidated financial statements upon adoption.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

In October 2023, the FASB issued ASU 2023-06, *Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative* ("ASU 2023-06"). ASU 2023-06 incorporates certain SEC disclosure requirements into the FASB Codification. The amendments introduced by ASU 2023-06 are expected to clarify or improve disclosure and presentation requirements of a variety of Codification Topics, allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the requirements and align the requirements in FASB's Codification with the SEC's regulations. ASU 2023-06 is effective on the date on which the SEC removes the related disclosure from Regulation S-X or Regulation S- K. Any amendments the SEC does not remove by June 30, 2027 will not be effective. Early adoption is prohibited. The Company does not anticipate ASU 2023-06 will impact its consolidated financial statements upon adoption.

Note 4 — Acquisitions

Goodwill arising from acquisitions consists largely of the synergies and economies of scale expected from integrating the operations of the acquired businesses, opportunities to enter into new markets and/or expand the Company's footprint in existing markets as well as the acquisition of other intangibles that do not qualify for separate recognition. Synergies include (i) the elimination of redundant facilities and functions and (ii) the use of the Company's existing commercial infrastructure to expand sales. None of the resultant goodwill from the following acquisitions are expected to be deductible for income tax purposes.

During the three months ended March 31, 2026 and 2025, the Company did not consummate any acquisitions that were material, individually or in the aggregate.

Contingent consideration

As discussed in *Note 3 — Significant accounting policies*, contingent consideration payable is subject to significant judgment and estimates, such as projected future revenue. See *Note 26 — Fair value measurements and financial risk management* for further discussion surrounding the inputs utilized in the fair value of contingent consideration.

The changes in the Company's contingent consideration liability as of March 31, 2026 and December 31, 2025 were as follows:

	EMMAC[(1)]	NGC[(2)]	Total
Total contingent consideration liability, December 31, 2024	$ 2,837	$ 3,310	$ 6,147
Cash payments of contingent consideration	—	(3,236)	(3,236)
Issuance of SVS as settlement of contingent consideration	—	(497)	(497)
Revaluation of contingent consideration	306	335	641
Effect of exchange rate differences	215	—	215
Gain (loss) on contingent consideration not paid	—	88	88
Total contingent consideration liability, December 31, 2025	3,358	—	3,358
Revaluation of contingent consideration	(254)	—	(254)
Effect of exchange rate differences	(57)	—	(57)
Total contingent consideration liability, March 31, 2026	3,047	—	3,047
Contingent consideration liability - net of current	$ 3,047	$ —	$ 3,047

(1) Contingent on the ability of Curaleaf International Holdings Limited ("Curaleaf International") to obtain a recreational cannabis license in Europe and is payable in both cash and SVS upon achievement. Payouts, if any, are expected in 2027.

(2) Contingent obligation was tied to NGC achieving certain margin targets during the fiscal year ending December 31, 2024.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Deferred consideration

The changes in the Company's deferred consideration liability as of March 31, 2026 and December 31, 2025 were as follows:

	Tryke[1]	NRPC[2]	Curaleaf Poland[3]	Other[4]	Total
Total deferred consideration liability, December 31, 2024	$ 32,564	$ 2,000	$ 504	$ —	$ 35,068
Deferred consideration recognized on acquisition	—	—	—	920	920
Accretion of interest on deferred consideration	2,436	—	—	—	2,436
Effect of exchange rate differences	—	—	17	46	63
Change in fair value on deferred consideration paid	—	—	(46)	—	(46)
Issuance of SVS as settlements of deferred consideration	—	—	(77)	—	(77)
Cash payments of deferred consideration	(35,000)	—	(398)	—	(35,398)
Total deferred consideration liability, December 31, 2025	—	2,000	—	966	2,966
Accretion of interest on deferred consideration	—	—	—	146	146
Effect of exchange rate differences	—	—	—	(16)	(16)
Post-closing purchase price adjustment	—	(182)	—	—	(182)
Cash payments of deferred consideration	—	(618)	—	—	(618)
Total deferred consideration liability, March 31, 2026	—	1,200	—	1,096	2,296
Less: Deferred consideration liability - current	—	(1,075)	—	(1,096)	(2,171)
Deferred consideration liability - net of current	$ —	$ 125	$ —	$ —	$ 125

(1) Related to the second and third anniversary payment due from the Company to the sellers of Tryke that was settled-in-full by October 2025.

(2) Represents amounts withheld in connection with the acquisition of Natural Remedy Patient Center LLC ("NRPC") as security for indemnification obligations. In January 2026, upon receipt of a final, non-appealable order, the $2.0 million holdback became payable. The Company retained $1.2 million of this amount for potential tax exposure (scheduled for release in August 2026 and August 2027, subject to IRS claims) and deducted legal fees incurred during the litigation as permitted under the purchase agreement. The remaining amount, net of the tax holdback and legal fees, was paid in February 2026.

(3) Related to Curaleaf Poland's achievement of certain earnings metrics during the fiscal year ending December 31, 2024. On April 14, 2025, the Company settled this obligation through a cash payment of $0.4 million and the issuance of 96,052 SVS.

(4) Incurred in connection with an individually immaterial acquisition consummated during the second quarter of 2025 within the Company's international operations.

Note 5 — Assets and liabilities held for sale

Total gains (losses) recognized by the Company upon consummation of the disposition of its net assets held for sale for the three months ended March 31, 2026 were as follows:

	Three months ended March 31, 2026	
Disposal Group	**Discontinued Operations**	**Held for Sale Entities**
Hemp Business	$ (324)	$ —
Mokena Crossing	—	8
Total (loss) gain on disposal of net assets held for sale	$ (324)	$ 8

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

The Company did not consummate any dispositions of net assets held for sale during the three months ended March 31, 2025.

The changes in assets and liabilities held for sale as of March 31, 2026 and December 31, 2025 were as follows:

Assets held for sale	**Discontinued Operations**	**Held for Sale Entities**	**Total**
Balance at December 31, 2024	$ 15,653	$ —	$ 15,653
Transferred (out) in, net	(12,355)	383	(11,972)
Balance at December 31, 2025	3,298	383	3,681
Transferred out, net	(244)	(383)	(627)
Balance at March 31, 2026	$ 3,054	$ —	$ 3,054

Liabilities associated with assets held for sale	**Discontinued Operations**	**Held for Sale Entities**	**Total**
Balance at December 31, 2024	$ 8,471	$ 434	$ 8,905
Transferred out, net	(1,398)	(434)	(1,832)
Balance at December 31, 2025	7,073	—	7,073
Transferred (out) in, net	(234)	—	(234)
Balance at March 31, 2026	$ 6,839	$ —	$ 6,839

Note 6 — Discontinued operations

On December 30, 2025, the Company approved plans to discontinue operations in two markets, Hemp-derived THC and Missouri, both of which represented strategic shifts having a major effect on the Company's operations and financial results. Accordingly, the financial results for both operating segments were reclassified as discontinued operations as of March 31, 2026 and December 31, 2025 and for the three months ended March 31, 2026 and 2025.

Hemp-derived THC: The decision to exit the hemp-derived THC market was driven by recent federal and state legislative changes that materially restricted the legal definition of hemp and significantly curtailed the sale and distribution of hemp-derived THC products. These regulatory changes eroded demand, and no alternative legal markets for the Company's hemp-derived THC products currently exist.

Missouri: The decision to exit the Missouri market was driven by persistent declines in operating performance and management's determination that projected future cash flows were insufficient to recover the carrying value of the associated asset group as of March 31, 2026.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

The following table summarizes the major classes of assets and liabilities of the Company's discontinued operations as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	**December 31, 2025**
Assets		
Prepaid expenses and other current assets	$ —	$ 278
Total current assets	—	278
Deferred tax asset[1]	3,053	3,020
Total non-current assets	3,053	3,020
Total assets	$ 3,053	$ 3,298
Liabilities		
Accrued expenses[2]	$ 6,839	$ 7,060
Lease liabilities, operating - current	—	13
Total current liabilities	6,839	7,073
Total liabilities	$ 6,839	$ 7,073

[1] Deferred tax asset is primarily a result of the formal dissolution of certain legal entities that were classified as discontinued operations.

[2] Consists primarily of accrued litigation contingencies. See *Note 25 — Commitments and contingencies* for additional information.

The following table presents the Company's condensed consolidated statements of operations for its discontinued operations for the three months ended March 31, 2026 and 2025:

	Three months ended	
	March 31, 2026	**March 31, 2025**
Total revenues, net	$ 1,411	$ 3,383
Cost of goods sold	859	3,775
Gross profit (loss)	552	(392)
Total operating expenses	511	1,768
Income (loss) from operations	41	(2,160)
Total other (expense) income, net	(324)	700
Loss before provision for income taxes	(283)	(1,460)
Provision for income taxes[1]	(10)	(8,733)
Net loss from discontinued operations	$ (293)	$ (10,193)

[1] Provision for income taxes is primarily a result of the formal dissolution of certain legal entities that were classified as discontinued operations.

Note 7 — Accounts receivable, net

Accounts receivable, net consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	**December 31, 2025**
Trade accounts receivable	$ 70,660	$ 73,864
Other receivables	3,232	5,092
Accounts receivable, gross	73,892	78,956
Less: Allowance for credit losses	(2,346)	(2,617)
Accounts receivable, net	$ 71,546	$ 76,339

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

The changes in the Company's allowance for credit losses on its trade accounts receivable as of March 31, 2026 and December 31, 2025 were as follows:

Allowance for credit losses as of December 31, 2024	$	(2,722)
Provision		(977)
Charge-offs and recoveries		1,135
Effect of exchange rate differences		(53)
Allowance for credit losses as of December 31, 2025		(2,617)
Provision		(96)
Charge-offs and recoveries		359
Effect of exchange rate differences		8
Allowance for credit losses as of March 31, 2026	$	(2,346)

Additional information about the Company's exposure to credit and market risks and impairment losses for its accounts receivable is included in *Note 26 — Fair value measurements and financial risk management*.

Note 8 — Inventories, net

Inventories, net consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	**December 31, 2025**
Raw materials:		
Cannabis	$ 33,102	$ 38,885
Non-Cannabis	27,206	20,029
Total raw materials	60,308	58,914
Work-in-process	67,115	67,996
Finished goods	113,861	98,112
Inventories, net	$ 241,284	$ 225,022

As of March 31, 2026 and December 31, 2025, the Company's inventory reserve, which is recognized within Inventories, net on the Condensed Interim Consolidated Balance Sheets (Unaudited), was as follows:

	As of	
	March 31, 2026	**December 31, 2025**
Inventory reserve	$ (10,761)	$ (10,223)

For the three months ended March 31, 2026 and 2025, inventory write-downs recognized within Cost of goods sold on the Condensed Interim Consolidated Statements of Operations (Unaudited) totaled:

	Three months ended	
	March 31, 2026	**March 31, 2025**
Inventory write-downs	$ (571)	$ (306)

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 9 — Notes receivable

Notes receivable consists of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
Notes receivable – current	$ 6,368	$ 4,629
Notes receivable – net of current	806	2,980
Total notes receivable	$ 7,174	$ 7,609

Riviera Creek

In 2025, the Company initiated a plan to enter into Option and Purchase Agreements with Riviera Creek Holdings, LLC ("Riviera Creek") for the start-up, licensing, build-out, and working capital needs of certain dispensaries in Ohio, including RC Retail 1, RC Retail 2, and RC Retail 3 (together, the "RC Retail Stores"). The Company entered into Option and Purchase Agreements with RC Retail 2, RC Retail 3 and RC Retail 1 on January 2, 2025, September 4, 2025 and October 3, 2025, respectively.

As of March 31, 2026, the Company has advanced $4.0 million under a term loan receivable (the "Term Loan"). Advances under the Term Loan accrue non-compounded interest at the applicable federal mid-term rate ("AFR"), calculated on the basis of the actual number of days elapsed over a 365-day year or 366-day year. The maturity date of the Term Loan is contingent upon the execution, or termination, of the Option and Purchase Agreement. The Term Loan is secured by the assets of the Borrower, subject to certain exclusions.

The RC Retail Stores are consolidated by the Company as VIEs. See *Note 27 — Variable interest entities* for additional information.

Acres Note

On February 23, 2024, the Company signed a real estate purchase agreement to sell the property and equipment of Acres Cultivation LLC and Acres Dispensary LLC for total consideration of $3.3 million, consisting of cash consideration of $1.1 million and the receipt of a note receivable of $2.2 million (the "Acres Note") that is secured by the property and equipment acquired by the borrower. The Acres Note earns interest at 8% per annum and matures in February 2027.

Four20 Notes

On January 1, 2024, Four20 Pharma GmbH ("Four20") converted €0.8 million of overdue accounts receivable of its customer, Canymed GmbH (the "Borrower"), into a secured note receivable (the "Four20 Note"). The note bore interest of 8% and was settled in full on January 30, 2025.

On September 1, 2025, Four20 converted an additional €0.9 million of overdue account into a secured note receivable (the "2025 Four20 Note"). The note bore interest of 8% and matured on December 31, 2025; however, the obligation was not settled upon maturity due to the Borrower's financial difficulties. Accordingly, the Company enforced its security interest in the collateral to satisfy the outstanding obligation in full in February 2026.

Sapphire Note

On November 1, 2024, the Company and Sapphire Nordics AB entered into a financing arrangement whereby the Company extended a line of credit up to £0.5 million (the "Sapphire Note"), which was later amended on September 1, 2025, increasing the line of credit up to £0.8 million. The Sapphire Note bears interest at a rate equal to the European Central Bank base rate plus 3% per annum, with interest accruing from the date of each drawdown. Each drawdown is repayable in full, including accrued interest, no later than the fifth anniversary of its respective disbursement date. The facility is available for drawdown through November 1, 2030. The Company classified the Sapphire Note as a related party transaction, as Sapphire Nordics AB is a joint venture formed with Nordx Pharma AB in January 2023.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 10 — Property, plant and equipment, net

Property, plant and equipment, net consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
Land	$ 12,937	$ 12,937
Building and improvements	553,285	548,388
Furniture and fixtures	109,485	108,750
Machinery and equipment	139,437	133,648
Information technology	1,105	27,668
Construction in progress	23,788	22,618
Property, plant and equipment, gross	840,037	854,009
Less: Accumulated depreciation	(330,884)	(333,623)
Property, plant and equipment, net	$ 509,153	$ 520,386

Assets included in construction in progress represent projects related to both cultivation and dispensary facilities not yet completed or otherwise not ready for use.

	Three months ended March 31,	
	2026	2025
Depreciation expense[(1)]:		
Cost of goods sold	$ 12,503	$ 11,815
Operating expenses	7,154	9,362
	$ 19,657	$ 21,177

[(1)] Includes depreciation expense associated with assets under failed sale-leaseback arrangements. See *Note 12 — Failed sale and leaseback arrangements* for further detail.

Asset specific impairment

<u>*2026*</u>

The Company did not recognize an impairment loss on Property, plant and equipment, net during three months ended March 31, 2026.

<u>*2025*</u>

During the three months ended March 31, 2025, in a continued effort to optimize cultivation operations, additional assets with no future benefits to the Company were identified, and the Company recognized an impairment loss of $3.7 million within Loss on impairment on the Condensed Interim Consolidated Statements of Operations (Unaudited), inclusive of $0.4 million of cultivation assets associated with one of the Company's failed sale and leaseback arrangements.

Note 11 — Leases

The Company leases real estate and equipment for its dispensaries, cultivation facilities, production plants and corporate offices.

The Company's lease agreements contain various extension and termination options. Extension options range from one to 20 years, with a typical extension period of five years, while certain termination options are contingent upon the Company securing regulatory permits.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

ROU assets and lease liabilities as of March 31, 2026 and December 31, 2025 consisted of the following:

	As of			
	March 31, 2026		**December 31, 2025**	
	Finance leases	**Operating leases**	**Finance leases**	**Operating leases**
ROU assets:				
ROU assets, gross	$ 184,099	$ 180,944	$ 186,943	$ 178,904
Accumulated amortization	(92,453)	(68,797)	(89,344)	(65,630)
Total ROU assets, net	$ 91,646	$ 112,147	$ 97,599	$ 113,274
Lease liabilities:				
Lease liabilities - current	$ 12,709	$ 20,046	$ 11,684	$ 19,837
Lease liabilities - net of current	137,755	97,513	144,446	102,346
Total lease liabilities	$ 150,464	$ 117,559	$ 156,130	$ 122,183

The components of the Company's lease expenses for the three months ended March 31, 2026 and 2025 were as follows:

	Three months ended	
Financial Statement Line Item:	**March 31, 2026**	**March 31, 2025**
Finance lease expense:		
Amortization of ROU assets		
Cost of goods sold	$ 1,684	$ 1,701
Operating expenses	1,435	1,306
Total amortization of ROU assets	3,119	3,007
Interest on finance lease liabilities	4,248	4,449
Total finance lease expense	7,367	7,456
Operating lease expense[1]	7,999	7,436
Short-term lease expense	783	944
Total lease expense	$ 16,149	$ 15,836

[1] Includes $0.1 million and nil of sublease income as a net reduction of rent expense for the three months ended March 31, 2026 and 2025, respectively.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Cash flows associated with the Company's leasing arrangements for the three months ended March 31, 2026 and 2025 were as follows:

	Three months ended	
Financial Statement Line Item:	**March 31, 2026**	**March 31, 2025**
Cash flows from operating activities:		
Operating cash flows from operating leases	$ (8,190)	$ (7,545)
Operating cash flows from finance leases	(4,248)	(4,449)
Cash flows from financing activities:		
Financing cash flows from finance leases	(2,832)	(2,474)
Net cash flows from leasing arrangements	$ (15,270)	$ (14,468)

As of March 31, 2026 and December 31, 2025, the weighted average remaining lease terms and weighted average discount rates of the Company's leasing arrangements were as follows:

	As of	
	March 31, 2026	**December 31, 2025**
Weighted average remaining lease term (in years) - finance leases	8.7	10.0
Weighted average remaining lease term (in years) - operating leases	6.1	6.3
Weighted average discount rate - finance leases	11.1%	11.2%
Weighted average discount rate - operating leases	10.8%	10.9%

As of March 31, 2026, maturities of the Company's lease liabilities, under its non-cancelable leases were as follows:

Fiscal Year	**Operating Leases**	**Finance Leases**
2026 (nine months remaining)	$ 23,751	$ 21,368
2027	30,429	28,972
2028	26,774	28,314
2029	22,801	28,186
2030	18,773	27,825
2031 and thereafter	40,254	114,488
Total undiscounted remaining minimum lease payments	162,782	249,153
Less: imputed interest	(45,223)	(98,689)
Total discounted remaining minimum lease payments	$ 117,559	$ 150,464

Note 12 — Failed sale and leaseback arrangements

The Company has entered into several sale and leaseback arrangements in connection with building improvements and equipment at various of its cultivation and processing sites. Several of these transactions were accounted for as failed sale and leaseback arrangements, as the Company retained control of the assets for the majority of their remaining useful lives.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

As of March 31, 2026 and December 31, 2025, the Company’s failed sale and leaseback arrangements were recognized in the Condensed Interim Consolidated Balance Sheets (Unaudited) as follows:

	As of	
Financial Statement Line Item:	**March 31, 2026**	**December 31, 2025**
Property, plant and equipment, net:		
Financed property and equipment, net of accumulated depreciation of $79.3 million and $76.1 million, respectively	$ 121,530	$ 124,708
Financial obligations:		
Financial obligation - current	10,421	7,238
Financial obligation - net of current	197,743	202,901
Total financial obligations	$ 208,164	$ 210,139

For the three months ended March 31, 2026 and 2025, the expenses incurred by the Company related to its failed sale and leaseback arrangements were recognized on the Condensed Interim Consolidated Statements of Operations (Unaudited) as follows:

	Three months ended	
Financial Statement Line Item:	**March 31, 2026**	**March 31, 2025**
Other income (expense):		
Interest on financial obligations	$ 6,255	$ 6,635
Operating expenses:		
Depreciation on financed property, plant and equipment	3,178	$ 3,505
Total expense associated with failed sale and leaseback arrangements	$ 9,433	$ 10,140

For the three months ended March 31, 2026 and 2025, cash flows associated with the Company’s failed sale and leaseback arrangements were recognized in the Consolidated Statements of Cash Flows as follows:

	Three months ended	
Financial Statement Line Item	**March 31, 2026**	**March 31, 2025**
Cash flows from operating activities	$ (6,255)	$ (6,635)
Cash flows from financing activities	(1,975)	(1,774)
Net cash flows from failed sale and leaseback arrangements	$ (8,230)	$ (8,409)

As of March 31, 2026 and December 31, 2025, the weighted average remaining lease terms and weighted average discount rates for the financial obligations associated with the Company’s failed sale and leaseback arrangements were as follows:

	As of	
	March 31, 2026	**December 31, 2025**
Weighted average remaining lease term (in years) - financial obligations	10.7	10.8
Weighted average discount rate - financial obligations	10.9%	10.9%

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

As of March 31, 2026, maturities of the Company’s financial obligations associated with failed sale and leaseback arrangements were as follows:

Fiscal Year		**Financial Obligations**
2026 (nine months remaining)	$	24,909
2027		31,006
2028		31,841
2029		30,497
2030		29,459
2031 and thereafter		204,871
Total undiscounted remaining minimum payments		352,583
Less: imputed interest		(144,419)
Total discounted remaining minimum payments	$	208,164

Asset specific impairment

During the three months ended March 31, 2026 and 2025, the Company recognized an impairment loss of nil and $0.4 million, respectively, to reduce the carrying value of certain cultivation assets assigned to failed sale and leaseback arrangements. See *Note 10 — Property, plant and equipment, net* for additional information.

Note 13 — Intangible assets, net and Goodwill

Intangible assets, net

Identifiable intangible assets consisted of the following as of March 31, 2026 and December 31, 2025:

As of March 31, 2026		**Gross Carrying Amount**		**Accumulated Amortization**		**Net Carrying Amount**
Licenses and service agreements	$	1,313,575	$	(442,905)	$	870,670
Trade names		150,071		(55,471)		94,600
Non-compete agreements		21,293		(11,169)		10,124
Intellectual property and know-how		9,365		(4,214)		5,151
Internal-use software		2,045		(575)		1,470
Customer relationships		69		(23)		46
Intangible assets, net[(1)]	$	1,496,418	$	(514,357)	$	982,061

[(1)] Intangible assets held by the Company’s international subsidiaries are subject to foreign currency translation adjustments.

As of December 31, 2025		**Gross Carrying Amount**		**Accumulated Amortization**		**Net Carrying Amount**
Licenses and service agreements	$	1,318,987	$	(422,887)	$	896,100
Trade names		162,903		(65,877)		97,026
Non-compete agreements		25,244		(14,591)		10,653
Intellectual property and know-how		9,577		(3,790)		5,787
Internal-use software		1,716		(220)		1,496
Customer relationships		71		(18)		53
Intangible assets, net[(1)]	$	1,518,498	$	(507,383)	$	1,011,115

[(1)] Intangible assets held by the Company’s international subsidiaries are subject to foreign currency translation adjustments.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

During the three months ended March 31, 2026, the gross carrying amount of intangible assets decreased by $22.1 million, primarily driven by foreign currency translation.

Amortization expense for the Company's intangible assets was $25.1 million and $24.7 million for the three months ended March 31, 2026 and 2025, respectively.

As of March 31, 2026, the Company's estimated intangible amortization expense over the next five years was as follows:

Fiscal Year	Estimated Amortization
2026	$ 105,348
2027	104,841
2028	101,136
2029	95,888
2030	91,795

The Company's remaining weighted average amortization period for its outstanding intangibles as of March 31, 2026 was 11.61 years. The following table outlines the remaining weighted average amortization period for each major class of intangible assets as of March 31, 2026:

Asset class:	Weighted Average Amortization (in years)
Licenses and service agreements	11.85
Trade names	11.32
Non-compete agreements	5.23
Internal-use software	3.79
Intellectual property and know-how	2.75
Customer relationships	2.00

Goodwill

The changes in the Company's Goodwill as of March 31, 2026 and December 31, 2025 were as follows:

	Domestic	International	Total
Balance at December 31, 2024	$ 551,181	$ 77,703	$ 628,884
Acquisitions [(1)]	—	1,328	1,328
Measurement period adjustment	—	(3,984)	(3,984)
Effect of exchange rate differences	—	8,889	8,889
Balance at December 31, 2025	551,181	83,936	635,117
Effect of exchange rate differences	—	(1,593)	(1,593)
Balance at March 31, 2026	$ 551,181	$ 82,343	$ 633,524

(1) Incurred in connection with an individually immaterial acquisition consummated during the second quarter of 2025 within the Company's international operations.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 14 — Prepaid expenses and other assets – net of current

Prepaid expenses and other assets – net of current consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
Security deposits[1]	$ 10,988	$ 11,082
Prepaid expenses[2]	4,029	—
Other assets[3]	2,520	2,051
Investments[4]	342	263
Total prepaid expenses and other assets – net of current	$ 17,879	$ 13,396

[1] Represents security deposits for certain lease arrangements.

[2] Represents prepaid SaaS and hosting subscription fees, along with capitalized implementation costs for such arrangements. See *Note 3 — Significant accounting policies* for further detail.

[3] Represents deferred financing fees related to the Amended Needham LOC (as defined herein).

[4] Represents an equity investment in a social equity collective.

Note 15 — Accrued expenses

Accrued expenses consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
Accrued payroll expenses	$ 31,674	$ 41,861
Accrued inventory expenses	13,574	12,196
Professional services and legal matters[1]	9,853	12,078
Sales taxes payable	7,256	7,754
Excise taxes payable	3,055	4,347
Accrued occupancy and technology expenses	7,967	5,422
Accrued loyalty payable	5,176	4,986
Accrued marketing expenses	2,751	2,788
Interest payable	6,794	1,704
Property and other taxes payable	1,742	1,480
Deferred revenue	1,117	634
Other accrued expenses	11,130	15,243
Total accrued expenses	$ 102,089	$ 110,493

[1] Includes amounts recognized for legal contingencies. See *Note 25 — Commitments and contingencies* for additional information.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 16 — Notes payable

Notes payable consist of the following as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
Senior Secured Notes – 2029	$ 500,000	$ —
Senior Secured Notes – 2027	50,115	56,597
Senior Secured Notes – 2026	—	456,815
Amended Needham LOC	—	21,910
ABL Facility – EWB	12,000	12,000
Seller note payable	4,022	4,093
Other notes payable	7,193	3,308
Less: Unamortized debt discount and deferred financing fees	(8,239)	(6,071)
Notes payable, net of unamortized debt discount and deferred financing fees	565,091	548,652
Less: Notes payable - current	(40,014)	(35,730)
Notes payable - net of current	$ 525,077	$ 512,922

Below is a summary of the Company's credit facilities outstanding as of March 31, 2026:

Credit facility	Original facility size	Outstanding balance	Stated interest rate		Maturity date	
Senior Secured Notes – 2029*	$ 500,000	$ 500,000	11.50%		February 18, 2029	
Senior Secured Notes – 2027	67,000	50,115	10.00%	(5)	December 17, 2027	
Senior Secured Notes – 2026(9)	$ 475,000	—	8.00%	(4)	December 15, 2026	(9)
Amended Needham LOC(2)(10)	100,000	—	8.99%	(6)(10)	February 18, 2029	(10)
ABL Facility - EWB Note	12,000	12,000	6.00%	(7)	August 25, 2026	
Other notes payable - miscellaneous(1)	11,280	7,193	Various		Various	
Seller note payable - Scottsdale Note(3)	5,100	4,022	5.00%	(8)	December 1, 2036	
	$ 1,170,380	$ 573,330				

(1) Comprised of various immaterial loans held by Curaleaf International.

(2) In October 2025, the total borrowing capacity under the Needham LOC was increased from $40.0 million to $100.0 million; see section herein titled "Needham Bank" for additional information.

(3) The Company has a seller note payable incurred in connection with the Company's purchase of a building in Scottsdale, Arizona (the "Scottsdale Note").

(4) Compounded semi-annually and payable in arrears on June 15th and December 15th of each year.

(5) Compounded monthly and computed daily on the basis of a 360-day year for the actual number of days elapsed for a period of time. Interest and principal payments are payable in arrears and due on the 17th of each month.

(6) Calculated on the basis of a 360-day year. Interest is due on the 6th of each month.

(7) Calculated on the basis of a 360-day year for the actual number of days elapsed for any period of time. Interest is due on the 25th of each month.

(8) Compounded monthly and computed daily on the basis of a 360-day year for the actual number of days elapsed for a period of time. Interest and principal payments are payable in arrears and due on the 23rd of each month.

(9) In February 2026, the Company closed on a private placement of senior secured notes for aggregate gross proceeds of $500 million due February 18, 2029. Net proceeds were used to fully repay the Senior Secured Notes – 2026.

(10) In conjunction with the origination of the Senior Secured Notes – 2029, the maturity date of the Amended Needham LOC was extended to February 18, 2029, and the interest rate was amended to 8.99% in accordance with the terms of the Amended and Restated Needham Loan Agreement.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

The Company’s interest expense by credit facility for the three months ended March 31, 2026 was as follows:

		Three months ended March 31, 2026		
	Effective interest rate	Stated interest expense	Amortization of debt discount/ premium and deferred financing fees	Total interest expense [(1)]
Senior Secured Notes – 2029	12.13%	$ 6,459	$ 247	$ 6,706
Senior Secured Notes – 2027	10.69%	1,338	81	1,419
Senior Secured Notes – 2026	9.30%	4,906	717	5,623
Amended Needham LOC	8.99%	268	560	828
ABL Facility - EWB Note	6.00%	180	—	180
Other notes payable - miscellaneous	various	39	—	39
Seller notes payable - Scottsdale Note	5.00%	51	—	51
		$ 13,241	$ 1,605	$ 14,846

(1) Total interest expense herein does not encompass interest expense recognized on the Company’s deferred consideration obligations. For the three months ended March 31, 2026, the Company recognized interest expense of $0.1 million on its deferred consideration obligation. See *Note 4 — Acquisitions — Deferred Consideration* for additional information.

The Company’s interest expense by credit facility for the three months ended March 31, 2025 was as follows:

		Three months ended March 31, 2025		
	Effective interest rate	Stated interest expense	Amortization of debt discount/ premium and deferred financing fees	Total interest expense [(1)]
Senior Secured Notes – 2026	9.30%	$ 9,074	$ 1,240	$ 10,314
Senior Secured Notes – 2027	10.69%	1,359	65	1,424
Bloom Notes – 2025	10.36%	120	142	262
Bloom Notes – 2024	10.00%	81	—	81
Needham LOC	7.99%	279	348	627
ABL Facility - EWB Note	6.00%	180	—	180
Other notes payable - BHH Note	15.00%	277	—	277
Seller notes payable - Scottsdale Note	5.00%	54	—	54
Other notes payable - miscellaneous	various	66	—	66
Other notes payable - VOWL Note	5.90%	28	—	28
Other notes payable - NGC Note	12.00%	47	—	47
		$ 11,565	$ 1,795	$ 13,360

(1) Total interest expense herein does not encompass interest expense recognized on the Company’s deferred consideration obligations. For the three months ended March 31, 2025, the Company recognized interest expense of $0.8 million on its deferred consideration obligations. See *Note 4 — Acquisitions — Deferred Consideration* for additional information.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

As of March 31, 2026, maturities of the Company’s Notes payable were as follows:

Fiscal year:	Amount
2026 (remaining nine months)	$ 35,382
2027	30,913
2028	1,334
2029	501,228
2030 and thereafter	4,473
Total future principal maturities	$ 573,330

As of March 31, 2026 and December 31, 2025, the carrying values and fair values of the Company’s Notes payable were as follows:

	As of	
	March 31, 2026	December 31, 2025
Carrying Value	$ 573,330	$ 554,723
Fair Value	584,069	546,068

Information about the Company’s exposure to interest rate risks and liquidity risks is included in *Note 26 — Fair value measurements and financial risk management*.

Senior Secured Notes – 2026

In December 2021, the Company closed on a private placement of senior secured notes due 2026 for aggregate gross proceeds of $475.0 million (“Senior Secured Notes – 2026”). The note indenture (the “Original Indenture”), dated as of December 15, 2021, provided for the issuance of the Senior Secured Notes – 2026, as amended pursuant to a first amendment dated as of February 8, 2022 (the “First Amendment”), as supplemented by a first supplemental indenture dated as of December 21, 2021 (the “First Supplemental Indenture”), a second supplemental indenture dated as of December 8, 2023 (the “Second Supplemental Indenture”) and a third supplemental indenture dated as of January 17, 2025 (the “Third Supplemental Indenture” and together with the Original Indenture, the First Amendment, the First Supplemental Indenture, the Second Supplemental Indenture and the Third Supplemental Indenture, the “Base Indenture”).

The Base Indenture enabled the Company to issue additional senior secured notes on an ongoing basis as needed, subject to maintaining leverage ratios and complying with other terms and conditions of the Note Indenture. The principal restrictions on incurring additional indebtedness include the requirement that post-incurrence of the additional debt, a fixed charge coverage ratio of 2.5:1 and consolidated debt to consolidated EBITDA ratio of 4:1 be maintained. The issuance of additional senior secured notes or other debt pari passu to the existing notes is permitted, provided that post-incurrence of the additional debt, the consolidated secured debt to consolidated EBITDA ratio of 3:1 is maintained and provided certain other conditions are met. Under the Note Indenture, the Company and certain of its guarantor entities are required to grant a first lien security interest in their respective assets to the appointed trustee, including assets acquired after the issue of the Senior Secured Notes – 2026, subject to limited exceptions. Despite the first lien granted to the holders of the Senior Secured Notes – 2026, the Note Indenture permits the Company to grant a more senior lien to secure up to $200 million of additional financing from commercial banks for revolving credit loans, such as the Needham LOC (as defined herein), provided that the interest rate applicable to such revolving credit loans is lower than the interest rate applicable to the Senior Secured Notes – 2026.

Subject to the consent of Needham Bank, the Senior Secured Notes – 2026, inclusive of accrued and unpaid interest, could be redeemed early without incurring a prepayment premium.

Redemption of Senior Secured Notes - 2026

On April 30, 2024, in an arm’s length transaction, the Company paid $14.3 million to purchase, for cancellation, Senior Secured Notes – 2026 that had a face value of $15 million. The Company also reduced accrued interest by $3.2 million that had been accruing from December 15, 2023 through April 30, 2024 specific to the notes purchased for cancellation.

On July 22, 2025, in an arms-length transaction, the Company paid $2.9 million to purchase, for cancellation, Senior Secured Notes – 2026, that had a face value of $3.2 million. The Company also reduced accrued interest by $0.4 million that had been accruing from June 15, 2025 through July 22, 2025 specific to the notes purchased for cancellation.

On February 18, 2026, the Company consummated the 2026 Refinancing (as defined herein), the proceeds from which were used to (i) repay approximately $314.6 million of the Senior Secured Notes – 2026 and (ii) to exchange, on a non-cash basis, with certain participating existing lenders, $142.2 million of the Senior Secured Notes – 2026 for Senior Secured Notes – 2029. As of March 31, 2026, the Company had no outstanding obligation under the Senior Secured Notes – 2026. See the *Senior Secured Notes – 2029* section herein for additional information.

Senior Secured Notes – 2027

On January 17, 2025, the Company entered into an agreement (the “Note Exchange Agreement”) with the former owners of Bloom (the “Bloom Lenders”), pursuant to which the Company agreed to accept from the Bloom Lenders, and the Bloom Lenders agreed to transfer to the Company, the Bloom Notes – 2025 in exchange for senior secured notes of the Company with an aggregate principal balance of $67 million (the “Senior Secured Notes — 2027”), consisting of the $60 million then-outstanding principal of the Bloom Notes – 2025 plus $7 million of accrued interest on such notes (the “Note Exchange”). In connection with the Note Exchange, the Company paid in cash (i) $0.6 million, representing the remaining balance of interest accrued on the Bloom Notes – 2025 as of the date of the Note Exchange and (ii) $1.0 million of debt origination fees. The Senior Secured Notes – 2027 mature on January 17, 2027. There are no prepayment penalties on the Senior Secured Notes – 2027.

The Company accounted for the Note Exchange as a debt extinguishment and recognized a loss on extinguishment of debt of $0.3 million, which is recognized within Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited).

Senior Secured Notes – 2029

On February 18, 2026, the Company entered into a fourth supplemental indenture to the Base Indenture (together with the Base Indenture, the “2029 Indenture”) to complete the private placement of senior secured notes due February 18, 2029 (the “Senior Secured Notes – 2029”), for aggregate gross proceeds of $500.0 million (the “2026 Refinancing”). Cash proceeds from the offering were used to extinguish $314.6 million of the Senior Secured Notes – 2026 and settle $6.5 million of accrued interest. The remaining $142.2 million of outstanding Senior Secured Notes – 2026 were exchanged for Senior Secured Notes – 2029.

The 2029 Indenture permits the Company to issue additional senior secured notes on an unlimited basis, subject to compliance with the incurrence covenants and other terms of the 2029 Indenture. The principal restrictions on incurring additional indebtedness require that, on a pro forma basis after giving effect to such incurrence, (i) the consolidated fixed charge coverage ratio is at least 2.5:1, (ii) consolidated indebtedness to consolidated EBITDA does not exceed 4:1 and (iii) no Default or Event of Default exists. In addition, the 2029 Indenture permits the Company to grant a more senior lien to secure up to $100 million of additional financing from commercial banks for revolving credit loans, provided that, such credit facilities bear interest at a rate lower than the Senior Secured Notes – 2029 and immediately following such incurrence, consolidated secured indebtedness to consolidated EBITDA does not exceed 3:1 and all other conditions under the 2029 Indenture are satisfied. The Company and certain guarantor entities are required to grant a first-priority security interest in substantially all of their assets, including after-acquired property, subject to Excluded Property and Permitted Liens.

Amounts paid to holders of the Senior Secured Notes – 2026 who did not participate in the 2026 Refinancing were accounted for as debt extinguishments. Exchanges with holders of the Senior Secured Notes – 2026 were evaluated under the 10% cash-flow test to determine the appropriate modification or extinguishment accounting treatment. The Company had approximately $4.7 million of unamortized deferred financing costs and debt discounts related to the Senior Secured

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Notes – 2026, of which $1.8 million continues to be amortized over the term of the Senior Secured Notes – 2029, while $2.9 million was written off and recognized as a loss on debt extinguishment within Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited). In connection with the 2026 Refinancing, the Company incurred approximately $7.0 million of deferred financing fees and debt discounts, of which $1.3 million was expensed as incurred and recognized within Other (expense) income, net on the Condensed Interim Consolidated Statements of Operations (Unaudited) and $5.7 million was capitalized as debt issuance costs to be amortized over the term of the Senior Secured Notes – 2029.

The Senior Secured Notes – 2029, inclusive of accrued and unpaid interest, may be redeemed early, but are subject to a prepayment premium that is dependent on the loan year as follows:

Loan year	Prepayment redemption prices
August 18, 2027 to February 17, 2028	105.8%
February 17, 2028 and thereafter	100.0%

Related Party Transaction

Holders of the Senior Secured Notes – 2029 include Medtech International Group LLC (“Medtech”), an entity wholly-owned by the CEO and Chairman. Medtech subscribed to $1.0 million of the Senior Secured Notes – 2029. Medtech’s subscription is characterized as a related party transaction.

Needham Bank

On November 6, 2024, the Company entered into a loan agreement (the “Needham Loan Agreement”) with Needham Bank (“Needham”), establishing a revolving line of credit for up to $40.0 million (the “Needham LOC”), with an option to request up to an additional $20.0 million, beginning May 6, 2026, subject to Needham’s discretion and credit approval process.

On October 10, 2025, the Company entered into an amended and restated loan agreement with Needham (the “Amended and Restated Needham Loan Agreement”) to refinance the Needham LOC. As part of the refinancing, the total borrowing capacity under the Needham LOC was increased from $40.0 million to $100.0 million (the “Amended Needham LOC”), and the maturity date was extended to October 10, 2026. The Amended Needham LOC remains secured by a first-priority lien on senior mortgages, guarantees of the Company’s U.S. subsidiaries and a parent guaranty limited to the Company’s U.S. assets. Proceeds may be utilized for general corporate purposes, including working capital and operational expenses, as well as to reduce outstanding principal balances of certain Indebtedness (as defined in the Amended Needham LOC). The Amended Needham LOC is subject to certain debt covenants including maintaining a post-incurrence debt service coverage ratio of 1.5:1 as well as covenants related to appraised fair value of mortgaged properties (subject to an 80% LTV constraint), receivables and cash, net of reserves.

The Amended and Restated Needham Loan Agreement contains contractual provisions that are automatically triggered upon the consummation of certain refinancing transactions. In connection with the February 18, 2026 issuance of the Company’s Senior Secured Notes – 2029, the Amended and Restated Needham Loan Agreement was automatically amended, extending the maturity date to February 18, 2029, and increasing the stated interest rate from 7.99% to 8.99%.

Tangela Holdings, LTD

On June 11, 2024, the Company entered into a loan agreement (the “NGC Note”) with Tangela for $1.6 million to fund bulk purchases of cannabis for resale by NGC. The NGC Note, as most recently amended on March 11, 2025, matured as scheduled, and on July 1, 2025, the Company settled the loan in full.

Asset-based revolving credit facility

On August 25, 2023, the Company entered into an asset-based revolving credit facility (the “ABL Facility”) with EWB that provided for borrowings up to $6.5 million and immediately drew down $6.5 million (the “EWB Note”). The EWB Note had a maturity date of August 25, 2024. On March 26, 2024, the Company signed an agreement (the “1st Change in Terms

Agreement"), increasing the ABL Facility to $10 million and extending the maturity date of the EWB Note to August 25, 2025. On June 14, 2024, the Company executed an amendment to the 1st Change in Terms Agreement, increasing the ABL Facility by an additional $2 million to $12 million. On September 2, 2025, the Company executed Amendment No. 3 to its Loan Agreement with East West Bank, extending the maturity date to August 25, 2026. No other changes were made to the ABL Facility.

The ABL Facility is secured by the Company's deposit accounts at EWB, and as such, the Company's balance in the EWB deposit accounts is classified as restricted cash within Cash and cash equivalents on the Company's Condensed Interim Consolidated Balance Sheets (Unaudited) as of March 31, 2026 and December 31, 2025.

Covenant compliance

As of March 31, 2026, the Company was in compliance with all financial covenants within each credit facility, and the Company did not observe evidence of any cross-defaults.

Note 17 — Shareholders' equity

Authorized

As of March 31, 2026, the Company's authorized share capital consists of (i) an unlimited number of multiple voting shares ("MVS"), (ii) an unlimited number of SVS and (iii) an unlimited number of non-voting and non-participating shares that are exchangeable at the shareholder's option into SVS (the "Exchangeable Shares"). All three classes of authorized share capital are without par value. The MVS are held directly or indirectly by the CEO and Chairman.

Issued

Holders of the SVS are entitled to one vote per share. MVS Holders are entitled to 15 votes per share and are entitled to notice of and to attend any meeting of the Company's shareholders, except for shareholder meetings in which only holders of a particular class or series of shares will have the right to vote.

The MVS are convertible into SVS on a one-for-one basis at any time at the option of the holder or upon termination of the MVS structure. The MVS shall automatically convert into SVS upon the earlier to occur of: (i) the transfer or disposition of the MVS by the CEO and Chairman to one or more third parties who are not permitted holders; (ii) the CEO and Chairman or his permitted holders no longer beneficially owning, directly or indirectly and in the aggregate, at least 5% of the issued and outstanding SVS and MVS on a non-diluted basis; and (iii) the first business day following the first annual meeting of shareholders of the Company following the SVS being listed and posted for trading on a U.S. national securities exchange, such as Nasdaq or the New York Stock Exchange.

As of March 31, 2026, the Company's MVS represented approximately 12.0% of the total issued and outstanding shares and controlled approximately 67.2% of the total voting power. As of December 31, 2025, the Company's MVS represented approximately 12.2% of the total issued and outstanding shares and controlled approximately 67.5% of the total voting power.

As of March 31, 2026, no Exchangeable Shares have been issued.

As of March 31, 2026 and December 31, 2025, the number of SVS available for issuance under the Company's 2018 Long Term Incentive Plan ("LTIP") was 78,147,440 and 77,247,475, respectively. See *Note 19 — Share-based compensation* for further detail.

Treasury shares

There were no SVS repurchased into treasury during the three months ended March 31, 2026 and 2025.

Note 18 — Redeemable non-controlling interest

In connection with the acquisition of Four20 Pharma GmbH ("Four20"), in September 2022, the selling shareholders and Curaleaf International entered into separate put/call options, which permit either party to trigger the roll-up of the remaining equity of Four20 two years after the launch of adult-use cannabis sales in Germany, but no later than the end of 2025, if adult-use launch has not occurred by such date. As adult-use cannabis sales in Germany had not commenced by the end of 2025, the options became exercisable.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

On February 23, 2026, the selling shareholders of Four20 exercised their put option by delivering an irrevocable notice to the Company to redeem their remaining 45% equity interest in Four20. On April 30, 2026, the Company settled the put option and acquired the remaining equity interest in Four20. The transaction resulted in a change in the Company's ownership interest in Four20 without a loss of control; and therefore, was accounted for as an equity transaction in accordance with ASC 810, as further described in *Note 2 — Basis of presentation and consolidation.* Consideration paid to settle the put option of €76.5 million consisted of cash, deferred consideration and equity consideration of €43.0 million, €12.2 million and €21.3 million, respectively. The deferred consideration is payable in two installments due on August 31, 2026 and November 30, 2026, respectively, and bears interest at a rate of 6% per annum from the closing date through the respective payment dates.

Note 19 — Share-based compensation

Equity Incentive Plans

The Company maintains a 2018 Stock and Incentive Plan (as amended from time to time, the "LTIP"), which provides for the grant of incentive stock options, non-statutory stock options, stock appreciation rights, restricted stock and stock units, performance stock and stock units awards, dividend equivalents and other share-based awards to eligible participants. The number of SVS reserved for issuance from time to time under the LTIP is calculated as 10% of the aggregate number of SVS and MVS outstanding on an "as-converted" basis.

Share-based compensation consisted of the following for the three months ended March 31, 2026 and 2025:

	Three months ended	
	March 31, 2026	March 31, 2025
Equity-classified awards:		
Stock options	$ 1,659	$ 1,850
Performance stock units	3,789	510
Restricted stock units	4,216	2,264
Total share-based compensation expense	$ 9,664	$ 4,624

Stock options

As of March 31, 2026 and 2025, total unamortized compensation cost related to unvested stock options was $10.1 million and $16.4 million, respectively, which the Company expects to recognize over a weighted-average period of 1.82 and 2.21 years, respectively.

The total intrinsic value of stock options exercised and the total fair value of stock options vested during the three months ended March 31, 2026 and 2025 were as follows:

	Three months ended	
	March 31, 2026	March 31, 2025
Total intrinsic value of options exercised	$ 6,712	$ 125
Total fair value of shares vested	3,524	3,277

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Significant assumptions used to estimate the fair value of the Company's stock options granted during the three months ended March 31, 2026 and 2025 were as follows:

	Three months ended	
	March 31, 2026	**March 31, 2025**
Expected volatility	82%	72% — 74%
Expected life in years	6.05	6.24
Expected dividends[1]	— %	— %
Risk-free interest rate (based on government bonds)	3.89%	4.14% — 4.15%

[1] The Company has never paid cash dividends nor expects to pay cash dividends in the foreseeable future.

The Company's stock options activity and related information during the three months ended March 31, 2026 and 2025 were as follows:

	Number of options	Weighted average exercise price	Weighted average remaining contractual life (years)	Aggregate intrinsic value
Outstanding at January 1, 2026	31,855,805	$ 2.886		
Forfeited	(850,317)	1.419		
Expired[1]	(509,208)	9.520		
Exercised	(2,989,729)	0.160		
Granted	262,432	2.305		
Outstanding at March 31, 2026	27,768,983	$ 3.097	7.07	$ 15,444
Options exercisable at March 31, 2026	9,826,892	$ 3.649	5.42	$ 5,965

[1] Includes adjustments for changes in estimates.

	Number of options	Weighted average exercise price	Weighted average remaining contractual life (years)	Aggregate intrinsic value
Outstanding at January 1, 2025	29,661,070	$ 4.980		
Forfeited	(5,172,363)	9.110		
Expired[1]	(1,096,100)	8.940		
Exercised	(100,000)	0.100		
Granted	8,866,111	0.970		
Outstanding at March 31, 2025	32,158,718	$ 3.090	6.68	$ 4,418
Options exercisable at March 31, 2025	16,721,806	$ 5.280	3.10	$ 4,398

[1] Includes adjustments for changes in estimates.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Performance stock units

As of March 31, 2026 and 2025, total unamortized compensation cost related to unvested performance stock units was $20.9 million and $10.1 million, respectively, which the Company expected to recognize over a weighted-average period of 1.79 and 1.89 years, respectively.

The Company's PSU activity and related information for the three months ended March 31, 2026 and 2025 were as follows:

	Number of PSUs	Weighted-Average Grant Date Fair Value
Unvested at January 1, 2026	9,790,436	$ 1.06
Forfeited	(1,868,043)	0.94
Vested[(1)]	(2,784,641)	1.21
Granted	6,011,295	2.25
Unvested at March 31, 2026	11,149,047	$ 1.69
Inception-to-date PSUs vested at March 31, 2026	3,541,126	$ 1.62

(1) Includes 962,600 SVS, at a weighted-average fair value of $2.285, withheld by the Company to satisfy applicable statutory tax withholding obligations upon the vesting of PSUs during the reporting period. The SVS withheld were returned to the pool of SVS available for future issuance under the LTIP.

	Number of PSUs	Weighted-Average Grant Date Fair Value
Unvested at January 1, 2025	1,889,582	$ 3.81
Forfeited	(1,005,100)	4.01
Vested	(359,948)	3.45
Granted	10,011,139	0.94
Unvested at March 31, 2025	10,535,673	$ 1.07
Inception-to-date PSUs vested at March 31, 2025	756,485	$ 3.16

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Restricted stock units

As of March 31, 2026 and 2025, total unamortized compensation cost related to unvested restricted stock units was $37.0 million and $26.2 million, respectively, which the Company expected to recognize over a weighted-average period of 2.36 years and 2.42 years, respectively.

The Company's RSU activity and related information for the three months ended March 31, 2026 and 2025 were as follows:

	Number of RSUs	Weighted-Average Grant Date Fair Value
Unvested at January 1, 2026	26,546,000	$ 1.61
Forfeited	(750,800)	1.68
Vested[1]	(5,986,488)	1.51
Granted	3,755,265	2.25
Unvested at March 31, 2026	23,563,977	$ 1.74
Inception-to-date RSUs vested at March 31, 2026	17,666,105	$ 4.43

(1) Includes 1,798,611 SVS, at a weighted-average fair value of $2.360, withheld by the Company to satisfy applicable statutory tax withholding obligations upon the vesting of RSUs during the reporting period. The SVS withheld were returned to the pool of SVS available for future issuance under the LTIP.

	Number of RSUs	Weighted-Average Grant Date Fair Value
Unvested at January 1, 2025	6,333,784	$ 3.63
Forfeited	(614,378)	3.09
Vested	(1,668,625)	4.09
Granted	15,646,109	0.94
Unvested at March 31, 2025	19,696,890	$ 1.47
Inception-to-date RSUs vested at March 31, 2025	10,730,020	$ 6.13

Note 20 — Selling, general and administrative expense

Selling, general and administrative expenses consisted of the following for the three months ended March 31, 2026 and 2025:

	Three months ended March 31,	
	2026	2025
Salaries and benefits	$ 63,740	$ 59,423
Rent and occupancy	14,559	14,214
Sales and marketing	11,392	11,130
Office supplies and services	11,841	10,881
Professional fees	6,501	5,399
Insurance and compliance	2,395	2,414
Travel	1,981	1,846
Research and development	296	335
Other operating expense	501	552
Total selling, general and administrative expense	$ 113,206	$ 106,194

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 21 — Defined contribution plans

The Company established the Curaleaf, Inc. 401(k) Plan (the "Plan") effective January 1, 2022. The Company's U.S. employees are generally eligible to participate in the Plan. The Plan allows eligible employees to make contributions, up to limits set by the IRS, through payroll deductions and invest their contributions in one or more of the investment funds offered by the Plan. For employees who have completed one or more years of eligible service, the Company matches 25% of the first 4% of eligible contribution on a pretax and/or Roth 401(k) basis for each annual period. Under the Plan, employees become eligible for contributions on the first day of the calendar month, coincident with or next, following the date the employee performs an hour of service as an eligible employee. Matched contributions are always fully vested.

Employees outside the U.S. who are not covered by the Plan may be covered by defined contribution plans that are subject to applicable laws and rules of the country in which they are administered.

Employer contributions, which are expensed as incurred, totaled $0.1 million and $0.3 million for the three months ended March 31, 2026 and 2025, respectively.

Note 22 — Other (expense) income, net

Other (expense) income, net consists of the following for the three months ended March 31, 2026 and 2025:

	Three months ended March 31,	
	2026	**2025**
(Loss) gain on extinguishment of debt	$ (4,289)	$ 1,487
Foreign exchange (loss) gain	(1,547)	1,475
Gain (loss) on disposal of assets	194	(1,076)
Gain on investment	342	277
Miscellaneous other income	1,233	840
Other (expense) income, net	$ (4,067)	$ 3,003

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Note 23 — Earnings per share

Basic and diluted income (loss) per share attributable to Curaleaf Holdings, Inc. for the three months ended March 31, 2026 and 2025 were calculated as follows:

	Three months ended	
	March 31, 2026	**March 31, 2025**
Numerator:		
Net income (loss) from continuing operations	$ 70,076	$ (50,053)
Less: excess redemption value above carrying value[3]	(381)	(13,327)
Net income (loss) from continuing operations, net of excess redemption value	69,695	(63,380)
Net loss from discontinued operations	(293)	(10,193)
Net income (loss), net of excess redemption value	69,402	(73,573)
Less: Net (loss) income attributable to non-controlling interest	(16)	817
Net income (loss) attributable to Curaleaf Holdings, Inc., net of excess redemption value	$ 69,418	$ (74,390)
Denominator:		
Basic weighted-average common shares outstanding	775,429,231	744,898,937
Dilutive effect of stock options to purchase SVS	5,488,720	873,164
Dilutive effect of restricted and performance-based stock awards[2]	9,968,121	—
Dilutive effect of contingent shares	778,000	1,399,166
Dilutive weighted-average common shares outstanding	791,664,072	747,171,267
Per share – basic:		
Net income (loss) per share from continuing operations[3]	$ 0.09	$ (0.09)
Net loss per share from discontinued operations	—	(0.01)
Net income (loss) per share attributable to Curaleaf Holdings, Inc.	$ 0.09	$ (0.10)
Per share – diluted[1][4]:		
Net income (loss) per share from continuing operations[3]	$ 0.09	$ (0.09)
Net loss per share from discontinued operations	—	(0.01)
Net income (loss) per share attributable to Curaleaf Holdings, Inc.	$ 0.09	$ (0.10)

(1) As a result of the Company's net loss from its continuing and discontinued operations for the three months ended March 31, 2025, the calculation of diluted net loss per share for the period presented gives no consideration to potentially anti-dilutive securities; and as such, is the same as basic net loss per share for the period presented.

(2) Excludes PSU awards that did not meet performance criteria at March 31, 2026 and 2025.

(3) Certain non-controlling interests are redeemable at the option of the holders. When the estimated redemption value exceeds the recorded amount, the excess is charged directly to Shareholders' equity on the Condensed Interim Consolidated Balance Sheets (Unaudited). Pursuant to ASC 480-10, *Distinguishing Liabilities from Equity*, the excess redemption value must be included in the calculation of earnings per share - basic and diluted. See *Note 2 — Basis of presentation and consolidation* for additional information.

(4) Excludes 2,955,597 of outstanding SVS awards from the computation of diluted net income per share attributable to Curaleaf Holdings, Inc. for March 31, 2026, as including them would have an anti-dilutive effect.

Note 24 — Segment reporting

The Company operates through two distinct reportable segments: (i) Domestic Operations and (ii) International Operations. This segmentation reflects the point at which the Company's business units no longer share similar economic characteristics and differ significantly in key areas, including:

(a) the nature of cultivation and manufacturing processes;

(b) the class of customer for products and services;

(c) distribution methods and

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

(d) the regulatory environments in which they operate.

In addition, this segmentation reflects the manner in which the Company's chief operating decision maker (the "CODM"), its CEO, allocates resources and evaluates performance as well as the manner in which the Company's internal financial reporting is structured.

The Company's reportable segments generate revenues from the cultivation, production and distribution of cannabis products. The Company's Domestic Operations are organized on a region-level basis, vertically integrated in the majority of the states in which the Company operates and derives the majority of its revenues from retail sales. In contrast, the Company's International Operations is organized on a country-level basis, has centralized cultivation facilities in Portugal and Canada and derives the majority of its revenue from wholesale sales.

The Company's CODM assesses the performance of and allocates resources to each reportable segment using Adjusted EBITDA[1] as the primary measure of profitability. These non-GAAP financial measures and ratios are considered key financial and operational indicators. The CODM also reviews significant segment expenses within these measures, which consist primarily of Cost of goods sold and Total operating expenses.

Not only do these measures provide meaningful insights into the financial strength and performance of each reportable segment, they also serve to (i) clarify the Company's operating performance for investors; (ii) enhance comparability across industry peers and (iii) offer investors a view of the Company's operations as analyzed internally by the CODM and the Company's executive leadership team. While these measures are useful supplemental indicators, they are non-GAAP financial measures and should not be considered in isolation or as alternatives to measures determined in accordance with GAAP.

The accounting policies for each reportable segment are consistent with those described in *Note 3 — Significant accounting policies*. There are no intersegment sales or transfers between the Company's reportable segments, and Corporate overhead costs are not allocated to the Company's reportable segments, as such amounts are not reviewed by the Chief Operating Decision Maker in evaluating segment performance.

The following table presents Adjusted EBITDA by reportable segment for the three months ended March 31, 2026 and 2025:

	Three months ended March 31,					
	Domestic		International (1)		Total	
	2026	2025	2026	2025	2026	2025
Income (loss) from continuing operations	$ 3,375	$ 10,449	$ (2,622)	$ (1,083)	$ 753	$ 9,366
Depreciation and amortization	41,444	42,883	6,411	5,946	47,855	48,829
Other add-backs, net (2)	14,150	7,339	655	560	14,805	7,899
Adjusted EBITDA	$ 58,969	$ 60,671	$ 4,444	$ 5,423	$ 63,413	$ 66,094
Adjusted EBITDA Margin	21%	22%	9%	16%	20%	22%
Total Revenues	$ 276,987	$ 271,704	$ 47,244	$ 34,920	$ 324,231	$ 306,624

(1) The Company is exposed to foreign currency exchange risk due to fluctuations between the functional currencies of its international subsidiaries and the USD. Additionally, the translation of these subsidiaries' operating results into USD for reporting purposes introduces further exposure. While these fluctuations are not material to the Company's consolidated operating results, they may impact the comparability of the Company's segmented results across quarters and year-over-year.

(2) Other add-backs for the three months ended March 31, 2026 primarily include costs related to salaries and benefits; accounting, legal and professional fees, lobbyists and public relations fees and rent and other facility costs. Other add-backs for the three months ended March 31, 2025 primarily include costs related to salaries and benefits; accounting, legal and professional fees and rent and other facility costs.

[1] Adjusted EBITDA is defined as earnings before interest, taxes, depreciation and amortization, less share-based compensation expense and other adjustments related to business development, acquisitions, financing and reorganization costs.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

The following table presents selected financial information by reportable segment for the three months ended March 31, 2026 and 2025:

	Three months ended March 31,					
	Domestic		International [1]		Total	
	2026	2025	2026	2025	2026	2025
Retail revenues	$ 215,223	$ 219,644	$ 15,886	$ 11,058	$ 231,109	$ 230,702
Wholesale revenues	61,516	51,824	28,285	22,457	89,801	74,281
Management fee income	248	236	3,073	1,405	3,321	1,641
Total revenues, net	276,987	271,704	47,244	34,920	324,231	306,624
Cost of goods sold	139,732	133,231	27,209	17,827	166,941	151,058
Gross Profit	137,255	138,473	20,035	17,093	157,290	155,566
Total operating expenses	133,880	128,024	22,657	18,176	156,537	146,200
Income from continuing operations	$ 3,375	$ 10,449	$ (2,622)	$ (1,083)	$ 753	$ 9,366
Capital expenditures	$ 14,297	$ 14,935	$ 2,688	$ 1,142	$ 16,985	$ 16,077

[1] The Company is exposed to foreign currency exchange risk due to fluctuations between the functional currencies of its international subsidiaries and the USD. Additionally, the translation of these subsidiaries' operating results into USD for reporting purposes introduces further exposure. While these fluctuations are not material to the Company's consolidated operating results, they may impact the comparability of the Company's segmented results across quarters and year-over-year.

The following table presents total assets by reportable segment as of March 31, 2026 and December 31, 2025:

Total assets:	Domestic	International	Total
March 31, 2026	$ 2,393,748	$ 417,830	$ 2,811,578
December 31, 2025	2,415,707	429,608	2,845,315

Note 25 — Commitments and contingencies

Indemnification agreements

In the ordinary course of business, the Company may provide indemnification of varying scope and terms to vendors, lessors, business partners and other parties with respect to certain matters including, but not limited to, losses arising out of breach of such agreements or from intellectual property infringement claims made by third parties.

In addition, the Company has entered into indemnification agreements with certain members of its board of directors and senior executive team that may require the Company, among other things, to indemnify them against certain liabilities that may arise by reason of their status or service as directors or senior officers of the Company. The maximum potential amount of future payments the Company could be required to make under these indemnification agreements is, in many cases, unlimited. To date, the Company has not incurred any material costs as a result of such indemnification agreements. The Company does not believe that the outcome of any claims under indemnification arrangements will have a material effect on its financial position, results of operations or cash flows, and it has not accrued any liabilities related to such obligations in its Consolidated Financial Statements (Unaudited).

Dividend Restriction

The Company has not historically paid dividends on its outstanding SVS. Any future determination to pay dividends will depend upon the Company's financial condition and results of operations. Furthermore, the Company's ability to pay dividends is subject to applicable laws, regulatory capital requirements and compliance with covenants contained in the Company's outstanding debt arrangements.

Its ability to pay dividends would be dependent on the Company's results of operation, subject to applicable laws and regulations, and would require maintenance of certain solvency and capital standards as well as applicable covenants within the Company's outstanding debt arrangements.

Income tax returns

The Company files its income tax returns as prescribed by the tax laws of the jurisdictions in which it operates. In the normal course of business, the Company is subject to examination by federal, state and foreign taxing authorities, where applicable. The Company records tax benefits for all years subject to examination, based upon management's evaluation of the facts, circumstances and information available at the end of the reporting period. The Company has not recognized any tax benefits associated with those income tax positions where it is not more-likely-than-not that a tax benefit will result.

Litigation

The Company is involved in claims or lawsuits that arise in the ordinary course of business. Although the ultimate outcome of these claims or lawsuits cannot be ascertained by the Company, on the basis of present information and advice received from the Company's legal counsel, it is management's opinion that the disposition or ultimate determination of such claims or lawsuits, except as noted below, will not have a material effect on the Company's operations and financial results. As of March 31, 2026 and December 31, 2025, the Company recognized legal contingencies of $5.3 million and $7.6 million, respectively, which is presented in Accrued expenses on the Consolidated Financial Statements (Unaudited)

Hello Farms

In 2020, GR Vending MI, LLC ("GR Vending MI"), prior to its acquisition by the Company, entered into a supply contract with Hello Farms Licensing MI, LLC ("Hello Farms") (the "Hello Farms Supply Contract") to acquire the expected output of Hello Farms' Michigan cultivation facility from the 2020 and 2021 harvests, subject to certain conditions. Additionally, Cura MI, LLC ("Cura MI" and together with GR Vending MI, the "Michigan Entities") entered into a guaranty agreement (the "Cura MI Guaranty") with Hello Farms, under which Cura MI guaranteed the performance of GR Vending MI's payment obligations under the Hello Farms Supply Contract. The Hello Farms Supply Contract was amended and restated in November 2020. Subsequently, GR Vending MI indicated that Hello Farms had failed to perform its obligations under the Hello Farms Supply Contract; and therefore, deemed the contract breached and therefore terminated. In February 2021, Hello Farms sued the Michigan Entities in a state court in Michigan. In March 2021, the case was moved to the U.S. District Court for the Eastern District of Michigan (the "Michigan Eastern District Court").

A trial was held in January 2025, after which a jury awarded Hello Farms approximately $31.8 million in damages against the Michigan Entities for breach of contract. In May 2025, a judgment was issued awarding a post-filing prejudgment interest of $5.4 million, which increased the Company's loss on this litigation to $37.2 million. The Michigan Entities have appealed the ruling to the Sixth Circuit Court of Appeals. Interest will continue to accrue on the total judgment amount until the matter is fully resolved.

Based on the Company's assessment of the likelihood of success on appeal, the estimated accrual as of March 31, 2026 is substantially less than the total potential loss associated with the judgment. If the Company's challenge is unsuccessful, it is reasonably possible the resulting loss could materially exceed the Company's current accrual.

The Michigan Entities, which are consolidated by the Company as VIEs, ceased operations in 2023, do not have any substantial assets and are classified by the Company as discontinued operations. See *Note 6 — Discontinued operations* for additional information.

Note 26 — Fair value measurements and financial risk management

Non-recurring fair value measurements

The Company's assets measured at fair value on a nonrecurring basis include its long-lived assets and goodwill. The Company reviews the carrying amounts of such assets whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable or, at minimum, annually for goodwill. Any resulting asset impairment would require that the asset be written down to fair value. Fair value measurements of these assets are derived using inputs classified within Level 3 of the fair value hierarchy.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Recurring fair value measurements

The Company's financial instruments measured at fair value on a recurring basis include certain equity investments and contingent consideration liabilities. The lowest level of inputs that are significant to the fair value measurements of these financial instruments are not based on observable market data; and therefore, these financial instruments are classified within Level 3 of the fair value hierarchy.

As of March 31, 2026 and December 31, 2025, the Company's financial instruments measured at fair value on a recurring basis were classified in the fair value hierarchy as follows:

	As of March 31, 2026			
	Level 1	**Level 2**	**Level 3**	**Total**
Contingent consideration liabilities	$ —	$ —	$ 3,047	$ 3,047
	$ —	$ —	$ 3,047	$ 3,047

	As of December 31, 2025			
	Level 1	**Level 2**	**Level 3**	**Total**
Contingent consideration liabilities	$ —	$ —	$ 3,358	$ 3,358
	$ —	$ —	$ 3,358	$ 3,358

Level 3

As of March 31, 2026 and 2025, the following valuation methodologies and significant unobservable inputs were used to derive the fair value measurements of the Company's financial instruments measured at fair value on a recurring basis:

			As of	
Financial instrument	**Valuation methodology**	**Level 3 input**	**March 31, 2026**	**December 31, 2025**
Contingent consideration - EMMAC	Monte Carlo simulation	Timing of achievement	2 years	2 years
		Probability of achievement	99.0 %	99.0 %

There were no transfers between fair value levels during the three months ended March 31, 2026 and December 31, 2025.

Financial Risk Management

The Company is exposed to financial risks, including credit risk, liquidity risk and market risk. The following discussion summarizes the Company's approach to managing these risks:

Credit risk

Credit risk is the risk the Company incurs a loss on a financial instrument as a result of a customer or third party failing to meet contractual obligations. Credit risk arises principally from the Company's financing receivables, including its accounts receivable and notes receivable. The Company's maximum credit exposure as of March 31, 2026 and December 31, 2025 equates to the aggregate carrying amount of its cash and cash equivalents, restricted cash and cash equivalents, accounts receivable and notes receivable.

The majority of the Company's revenues are derived from its retail dispensaries, where customers are required to transfer payment immediately upon purchase. For the three months ended March 31, 2026 and 2025, the Company's Retail revenues represented 71% and 75%, respectively, of the Company's Total revenues, net.

In the normal course of business, the Company provides financing to its non-retail customers as trade accounts receivables. The Company may also extend financing, as notes receivable, in connection with an acquisition or divestiture. While the Company has not adopted standardized credit policies, the Company has established processes to mitigate credit risk on such financing receivables, which include assessing creditworthiness on an individual basis.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Given the increasing financial pressure across the cannabis industry, the Company has heightened its monitoring of credit exposure to other cannabis operators and continues to prioritize timely collections of outstanding trade accounts receivables.

The following table presents the aging of the Company's trade accounts receivables as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	December 31, 2025
0 to 90 days	$ 63,693	$ 66,649
91 to 180 days	3,334	3,572
181 days +	3,633	3,643
Trade accounts receivable	$ 70,660	$ 73,864

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient liquidity to settle its financial obligations and liabilities when due. The Company mitigates its liquidity risk through management of its capital structure.

The Company has material debt obligations requiring scheduled principal and interest payments, which are subject to various financial covenants. Non-compliance with these financial covenants or failure to make timely debt service payments could result in the outstanding principal and accrued interest on the Company's debt obligations becoming due immediately or on demand, which would have a material adverse impact on the Company's financial position and cash flows. See *Note 16 — Notes payable* for additional information.

Future payment obligations associated with the Company's long-term acquisition-related financial instruments and lease obligations are further discussed in *Note 4 — Acquisitions* and *Note 11 — Leases*, respectively.

Currency risk

The financial position, results of operations and cash flows of the Company are presented in USD, which requires the Company to translate the financial accounts for its international subsidiaries into USD, using exchange rates at specific reporting dates or average rates over the reporting period, as applicable. Transactions which are denominated in currencies other than the USD are subject to both transaction risk and translation risk.

As of March 31, 2026 and December 31, 2025, the Company had no hedging agreements in place with respect to foreign exchange rates

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Cash and cash equivalents (including those that are restricted) bear interest at market rates. The Company's notes receivable and notes payable have fixed rates of interest and are carried at amortized cost. The Company does not account for any fixed-rate financial assets or fixed-rate financial liabilities at fair value. Accordingly, the Company has limited exposure to interest rate sensitivity risk with respect to these financial instruments.

Geography risk

The geographic concentration of the Company's domestic and international operations exposes the Company to heightened risk if the U.S. or international cannabis markets experience significant adverse developments or if macroeconomic conditions deteriorate..

Factors that may adversely affect U.S. or international cannabis markets include, among others, the following:

- weakened consumer demand as a result of economic headwinds, such as industry slowdowns and changing demographics;
- inability or unwillingness of customers to pay current and/or increased prices;
- rising operating expenses, such as taxes, utilities and routine maintenance;
- local conditions, such as oversupply of or reduced demand for cannabis products;
- regulatory restrictions or local laws, which could result in market saturation, price compression and/or increased operating costs;
- concentration of and competition from other cannabis cultivators, manufacturers and distributors;
- competition from manufacturers of naturally occurring cannabinoids and pharmaceutical and synthetic alternatives;
- competition from participants in adjacent markets, including the alcoholic beverage, tobacco and health and wellness sectors; and
- specific regional acts of nature, such as earthquakes, fires and floods.

Disaggregated financial information for the Company's two reportable segments, Domestic and International is presented in *Note 24 — Segment reporting.*

Industry risk

Cannabis-related activities are illegal under U.S. Federal law, and enforcement of such federal laws could have significant adverse risks to the Company. The Company’s shareholders should carefully evaluate the risk factors discussed within the MD&A and in the Annual Information Form.

Capital management

The Company’s primary objective when managing capital is to continually provide returns to its shareholders and benefits to its other stakeholders. The capital structure of the Company consists of shareholders’ equity and notes payable, net of cash, cash equivalents and restricted cash and cash equivalents. In order to safeguard the Company’s ability to continue as a going concern, management manages and adjusts the Company’s capital structure, in response to changes in the economic conditions of the jurisdictions in which the Company operates and on the risk characteristics of the Company’s underlying assets. The Company expects its cash on hand together with anticipated cash flows from its operating and financing activities will be sufficient to meet its capital requirements and operational needs over the next 12 months.

Note 27 — Variable interest entities

For additional information on the variable interest entities consolidated within the Consolidated Financial Statements (Unaudited), see *Note 1 — Operations of the Company*, *Note 2 — Basis of presentation and consolidation* and *Note 3 — Significant accounting policies*. Because cannabis remains federally illegal in most forms under the CSA, subject to recent reclassification of certain state-licensed medical cannabis activities, the assets of the Company’s variable interest entities can typically be used only to settle obligations of the VIEs, except for certain grandfathered obligations, such as the Company’s Senior Secured Notes – 2026. In addition, the creditors of Curaleaf, Inc. do not have recourse to the general credit of the Company.

(Amounts in thousands, except share and per share amounts or where otherwise indicated)

Financial Information

The following table presents summarized financial information about the Company's variable interest entities as of March 31, 2026 and December 31, 2025:

	As of	
	March 31, 2026	**December 31, 2025**
Included in Consolidated Balance Sheets:		
Current assets	$ 379,385	$ 357,373
Non-current assets	1,998,864	2,034,807
Current liabilities[(1)]	477,468	496,678
Non-current liabilities[(1)]	1,344,776	1,310,344
Equity attributable to Curaleaf Holdings, Inc.	556,005	585,158

[(1)] In conjunction with the issuance of the Senior Secured Notes – 2026 in December 2021, the Company entered into an intercompany loan agreement with Curaleaf Inc. On February 18, 2026, the Senior Secured Notes – 2026 were repaid using proceeds from the issuance of the Senior Secured Notes – 2029. The intercompany loan remains outstanding, is reflected herein and has been eliminated in the Consolidated Financial Statements (Unaudited).

The following table presents summarized financial information about the Company's variable interest entities for the three months ended March 31, 2026 and 2025:

	Three months ended	
	March 31, 2026	**March 31, 2025**
Included in Consolidated Statements of Operations:		
Revenues, net	$ 276,987	$ 306,624
Net loss attributable to Curaleaf Holdings, Inc.	(35,673)	(61,063)

Note 28 — Subsequent events

Settlement of redeemable noncontrolling interest put option — Four20

On February 23, 2026, the selling shareholders of Four20 exercised their put option by delivering an irrevocable notice to the Company to redeem their remaining 45% equity interest. On April 30, 2026, the Company settled the put option, at which time Four20 became a wholly-owned subsidiary. For additional information, see *Note 18 — Redeemable non-controlling interest*.