



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC282454
Original Issued Date: 03/31/2021
Issued Date: 03/31/2021
Expiration Date: 03/31/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: CastleRock Agricultural Enterprises Incorporated

Phone Number: 508-868-3960

Email Address: thomas@castlerockagricultural.com

Business Address 1: 257 WALNUT HILL RD

Business Address 2:

Business City: BARRE

Business State: MA

Business Zip Code: 01005

Mailing Address 1: 257 WALNUT HILL RD

Mailing Address 2:

Mailing City: BARRE

Mailing State: MA

Mailing Zip Code: 01005

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no

Priority Applicant Type: Not a Priority Applicant

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number:

RMD INFORMATION

Name of RMD:

Department of Public Health RMD Registration Number:

Operational and Registration Status:

To your knowledge, is the existing RMD certificate of registration in good standing?:

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 80

Percentage Of Control: 80

Role: Owner / Partner

Other Role:

First Name: Thomas

Last Name: Egan

Suffix: III

Gender: Male	User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)	
Specify Race or Ethnicity:	

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 20	Percentage Of Control: 20	
Role: Owner / Partner	Other Role:	
First Name: Lawrence	Last Name: Manekin	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 3

Percentage Of Ownership:	Percentage Of Control:	
Role: Executive / Officer	Other Role:	
First Name: Yvonne	Last Name: Egan	Suffix:
Gender: Female	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity: White		

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Thomas	Last Name: Egan	Suffix: III	
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$89317.6	Percentage of Initial Capital: 34
Capital Attestation: Yes			

Individual Contributing Capital 2

First Name: Lawrence	Last Name: Manekin	Suffix:	
Types of Capital: Monetary/ Equity	Other Type of Capital:	Total Value of the Capital Provided: \$172552.82	Percentage of Initial Capital: 66
Capital Attestation: Yes			

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner		
Owner First Name: Lawrence	Owner Last Name: Manekin	Owner Suffix:
Entity Legal Name: Manekin Industries Incorporated		Entity DBA:
Entity Description: Financial database systems consulting firm.		
Entity Phone: 954-465-8241	Entity Email: lmanekin@gmail.com	Entity Website: NA

Entity Address 1: 13662 Pine Villa Lane		Entity Address 2:	
Entity City: Fort Myers	Entity State: FL	Entity Zip Code: 33912	Entity Country: United States
Entity Mailing Address 1: 13662 Pine Villa Lane		Entity Mailing Address 2:	
Entity Mailing City: Fort Myers	Entity Mailing State: FL	Entity Mailing Zip Code: 33912	Entity Mailing Country: United States

Business Interest in Other State 2

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Lawrence	Owner Last Name: Manekin	Owner Suffix:
Entity Legal Name: Brass Tacks EPM, LLC		Entity DBA:
Entity Description: Electronic personnel management consulting firm		
Entity Phone: 954-465-8241	Entity Email: lmanekin@gmail.com	Entity Website: www.BrassTacksEPM.com
Entity Address 1: 13662 Pine Villa Lane		Entity Address 2:
Entity City: Fort Myers	Entity State: FL	Entity Zip Code: 33912
Entity Mailing Address 1: 13662 Pine Villa Lane		Entity Mailing Address 2:
Entity Mailing City: Fort Myers	Entity Mailing State: FL	Entity Mailing Zip Code: 33912
		Entity Mailing Country: United States

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 257 Walnut Hill Rd	
Establishment Address 2:	
Establishment City: Barre	Establishment Zip Code: 01005
Approximate square footage of the Establishment: 397703	How many abutters does this property have?: 32
Have all property abutters have been notified of the intent to open a Marijuana Establishment at this address?: Yes	
Cultivation Tier: Tier 11: 90,001 to 100,000 sq. ft	Cultivation Environment: Outdoor

FEE QUESTIONS

Cultivation Tier: Tier 11: 90,001 to 100,000 sq. ft Cultivation Environment: Outdoor

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	Host Community Agreement Certification Form.pdf	pdf	5dcee95a160e3b57a3dd24a7	11/15/2019
Community Outreach Meeting Documentation	CastleRock Community Outreach Attachment C.pdf	pdf	5dd85233ea4df3530e645e1e	11/22/2019
Community Outreach Meeting Documentation	CastleRock Community Outreach Attachment B.pdf	pdf	5dd8670bb4f83557d6cc80f7	11/22/2019
Community Outreach Meeting	CastleRock Community OutReach	pdf	5dd9504940e348579197dff0	11/23/2019

Documentation	Attachment A.pdf			
Community Outreach Meeting Documentation	CastleRock Community Outreach Attestation Form.pdf	pdf	5dd950939c1081532b9a6c40	11/23/2019
Plan to Remain Compliant with Local Zoning	CastleRock Plan to Remain Compliant with Local Zoning.pdf	pdf	5ddde74bd5b0805341c641d0	11/26/2019

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT 5.0.pdf	pdf	5f2c02579d93706859d9f0e2	08/06/2020

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer Other Role:
 First Name: Thomas Last Name: Egan Suffix: III
 RMD Association: Not associated with an RMD
 Background Question: no

Individual Background Information 2

Role: Executive / Officer Other Role:
 First Name: Lawrence Last Name: Manekin Suffix:
 RMD Association: Not associated with an RMD
 Background Question: no

Individual Background Information 3

Role: Executive / Officer Other Role:
 First Name: Yvonne Last Name: Egan Suffix:
 RMD Association: Not associated with an RMD
 Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Bylaws	CastleRock Agricultural Bylaws.pdf	pdf	5e421f99d29b0704447d704b	02/10/2020
Articles of Organization	CastleRock Agricultural Articles of	pdf	5e421fc8fe55e40432f70099	02/10/2020

	Organization.pdf				
Secretary of Commonwealth - Certificate of Good Standing	CastleRock SecState GoodStanding 2.0.pdf	pdf	5ea79cc8f16b5934c5918a1b	04/27/2020	
Department of Revenue - Certificate of Good standing	DOR Certificate of Good Standing 2.0.pdf	pdf	5ea9c7b27dc0413492814891	04/29/2020	
Department of Revenue - Certificate of Good standing	CastleRock Attestation for Dept. of Unemployment.pdf	pdf	5ef12989b9c15e6c26b8ded7	06/22/2020	

No documents uploaded

Massachusetts Business Identification Number: 001354902

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	CastleRock Plan For Liabilty Insurance.pdf	pdf	5e547f947b9883042b3744e3	02/24/2020
Business Plan	CastleRock Agricultural Business Plan V3.pdf	pdf	5e67c17f9e668e468af07950	03/10/2020
Proposed Timeline	CastleRock Timeline 2.0.pdf	pdf	5e78f7b581ed8a355b8d5f0c	03/23/2020

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Separating recreational from medical operations, if applicable	CastleRock Recreational vs. Medical.pdf	pdf	5e7935651cdd2e3910a50599	03/23/2020
Restricting Access to age 21 and older	CastleRock Restricting Access to Age 21 and Older.pdf	pdf	5e796fa1554b033566cce146	03/23/2020
Prevention of diversion	CastleRock Agricultural Plan to Prevent Diversion.pdf	pdf	5e87578cf0445c357cb073f8	04/03/2020
Maintaining of financial records	CastleRock Maintenance of Financial Records.pdf	pdf	5e93bfd55f1da0353e2b4859	04/12/2020
Inventory procedures	CastleRock Agricultural Inventory Procedures.pdf	pdf	5e991834b7c619391b8bbf16	04/16/2020
Security plan	CastleRock Security Plan 2.0.pdf	pdf	5f0f5c8973630b702d45bea3	07/15/2020
Storage of marijuana	CastleRock Agricultural Storage 2.0.pdf	pdf	5f0f5ec1cb97e3700c533b4c	07/15/2020
Transportation of marijuana	CastleRock Agricultural Transportation 2.0.pdf	pdf	5f0f600dc124977059ce5f7c	07/15/2020
Quality control and testing	CastleRock Agricultural Quality Control and Testing 2.0.pdf	pdf	5f0f62cd8767bb7013cafcec	07/15/2020
Policies and Procedures for cultivating.	CastleRock Policies and Procedures for Cultivating 2.0.pdf	pdf	5f0f69af62a1117473fb668e	07/15/2020
Qualifications and training	CastleRock Qualifications and Training	pdf	5f0f6b57cb97e3700c533bbc	07/15/2020

3.0.pdf				
Personnel policies including background checks	CastleRock Personnel Policies 3.0.pdf	pdf	5f17099f73630b702d45cf84	07/21/2020
Record Keeping procedures	CastleRock Record Keeping Procedures 4.0.pdf	pdf	5f170afb1c4abd74527f3f97	07/21/2020
Diversity plan	CastleRock Diversity Plan 4.0.pdf	pdf	5f26d36daee479687ae97812	08/02/2020

ATTESTATIONS

I certify that no additional entities or individuals meeting the requirement set forth in 935 CMR 500.101(1)(b)(1) or 935 CMR 500.101(2)(c)(1) have been omitted by the applicant from any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

I understand that the regulations stated above require an applicant for licensure to list all executives, managers, persons or entities having direct or indirect authority over the management, policies, security operations or cultivation operations of the Marijuana Establishment; close associates and members of the applicant, if any; and a list of all persons or entities contributing 10% or more of the initial capital to operate the Marijuana Establishment including capital that is in the form of land or buildings.: I Agree

I certify that any entities who are required to be listed by the regulations above do not include any omitted individuals, who by themselves, would be required to be listed individually in any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

Notification: I Understand

I certify that any changes in ownership or control, location, or name will be made pursuant to a separate process, as required under 935 CMR 500.104(1), and none of those changes have occurred in this application.:

I certify that to the best knowledge of any of the individuals listed within this application, there are no background events that have arisen since the issuance of the establishment's final license that would raise suitability issues in accordance with 935 CMR 500.801.:

I certify that all information contained within this renewal application is complete and true.:

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 5:00 AM	Monday To: 8:00 PM
Tuesday From: 5:00 AM	Tuesday To: 8:00 PM
Wednesday From: 5:00 AM	Wednesday To: 8:00 PM
Thursday From: 5:00 AM	Thursday To: 8:00 PM
Friday From: 5:00 AM	Friday To: 8:00 PM
Saturday From: 5:00 AM	Saturday To: 8:00 PM
Sunday From: 5:00 AM	Sunday To: 8:00 PM

Host Community Agreement Certification Form

The applicant and contracting authority for the host community must complete each section of this form before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant and/or municipality appear in italics. Please note that submission of information that is “misleading, incorrect, false, or fraudulent” is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

Applicant

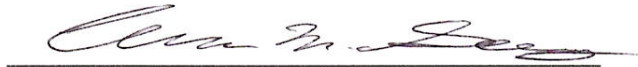
I, Thomas H Egan III, (insert name) certify as an authorized representative of Castle Rock Agricultural Enterprises (insert name of applicant) that the applicant has executed a host community agreement with Town of Barre (insert name of host community) pursuant to G.L.c. 94G § 3(d) on May 13, 2019 (insert date).



Signature of Authorized Representative of Applicant

Host Community

I, Andrew M. Gelas, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Barre (insert name of host community) to certify that the applicant and Town of Barre (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on May 13 2019 (insert date).



Signature of Contracting Authority or
Authorized Representative of Host Community

NOTICE OF COMMUNITY OUTREACH MEETING
CASTLEROCK AGRICULTURAL ENTERPRISES, INC.

Monday, June 10, 2019, 6:00 PM

Henry Woods Building
40 West Street, Barre, MA 01005
Selectmen's Meeting Room, 1st Floor

In accordance with M.G.L. c. 94G and the applicable regulations and policies of the state Cannabis Control Commission, notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for Monday, June 10, 2019, at 6:00 p.m. at the Henry Woods Building, 40 West Street, Barre, MA 01005, Selectmen's Meeting Room, 1st Floor. Members of the public are invited to attend.

The proposed Outdoor Marijuana Cultivation Facility would be located at 257 Walnut Hill Road, Barre, Massachusetts 01005, and operated by CastleRock Agricultural Enterprises, Inc.

At the meeting, members of the public will be encouraged to ask questions and learn about the proposed Outdoor Marijuana Cultivation Facility from representatives of CastleRock Agricultural Enterprises, Inc.

If there are any questions, please contact Dr. Thomas Egan at (508) 868-3960 or Attorney Brian Falk at (508) 929-1678.

MIRICK O'CONNELL

A T T O R N E Y S A T L A W

Attachment B
(1 of 2)

Brian R. Falk
Mirick O'Connell
100 Front Street
Worcester, MA 01608-1477
bfalk@mirickoconnell.com
t 508.929.1678
f 508.983.6256

VIA HAND DELIVERY

May 23, 2019

Planning Board
Town of Barre
Henry Woods Building – 2nd Floor
40 West Street, Suite 697
Barre, MA 01005

RECEIVED

MAY 28 2019

TOWN OF BARRE, MA
SELECTMEN/TOWN ADMINISTRATOR

Re: Notice of Community Outreach Meeting;
CastleRock Agricultural Enterprises, Inc.;
257 Walnut Hill Road, Barre, Massachusetts

Dear Board Members:

On behalf of CastleRock Agricultural Enterprises, Inc., I enclose notice of a Community Outreach Meeting to be held on Monday, June 10, 2019, at 6:00 p.m. at the Henry Woods Building, 40 West Street, Barre, MA 01005, Selectmen's Meeting Room, 1st Floor.

This meeting is required by the regulations of the state Cannabis Control Commission as a prerequisite to CastleRock applying for a license to operate an Outdoor Marijuana Cultivation Facility at 257 Walnut Hill Road in Barre. This meeting is part of the state licensing process, separate from the Town's land use permitting requirements for CastleRock's proposed use.

The enclosed notice will be advertised in the *Barre Gazette* and will be mailed to abutters appearing on the Certified List of Abutters obtained from the Board of Assessors. In addition to notifying your office, CastleRock will also send notice to the Town Clerk, the Board of Selectmen, and the Board of Health, as required by state regulations.

Members of the public are invited to attend the Community Outreach meeting, ask questions, and engage in discussions with representatives of CastleRock Agricultural Enterprises, Inc.

Very truly yours,



Brian R. Falk

BRF/ljk

Encl.

cc: Client

MIRICK, O'CONNELL, DEMALLIE & LOUGEE, LLP

WORCESTER | WESTBOROUGH | BOSTON

www.mirickoconnell.com

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COMMUNITY
OUTREACH MEETING**

**CASTLEROCK
AGRICULTURAL
ENTERPRISES, INC.**

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If there are any questions, please contact Dr. Thomas Egan at (508) 868-3960 or Attorney Brian Falk at (508) 929-1678.
5/30/2019

Community Outreach Meeting Attestation Form

The applicant must complete each section of this form and initial each page before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant appear in italics. Please note that submission of information that is "misleading, incorrect, false, or fraudulent" is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

I, Thomas H Egan III, (insert name) attest as an authorized representative of Castle Rock Agricultural Enterprises (insert name of applicant) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on June 10, 2019 (insert date).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on May 30, 2019 (insert date), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document).
3. A copy of the meeting notice was also filed on May 28, 2019 (insert date) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on May 23, 2019 (insert date), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee).

FROM: CastleRock Agricultural Enterprises, Inc.
TO: Cannabis Control Commission
DATE: November 23, 2019
RE: Plan to Remain Compliant with Local Zoning

PLAN:

CastleRock Agricultural Enterprises (CastleRock) will establish and operate a Tier 11 outdoor cultivation facility at 257 Walnut Hill Road in Barre Massachusetts. The Town of Barre Zoning Map provides that property is located in the R80 Zoning District. CastleRock will comply with all local zoning requirements, including specifically, those contained in the Code of the Town of Barre, Chapter 140, Zoning, Section 11.2, Adult and Medical Marijuana and Marijuana Establishments, which allows for outdoor cannabis cultivation in the R80 Zoning District, by special permit, under the granting authority of the Planning Board. Prospectively, CastleRock will comply with the Code of the Town of Barre and Massachusetts law to secure a special permit and also a local operating license from the Town of Barre Board of Selectmen. CastleRock executives shall meet regularly and also on request, with town officials to ensure continued compliance with Chapter 140-11.2 and any and all other applicable bylaws and regulations. CastleRock President Thomas Egan lives at 257 Walnut Hill Road and will assume ultimate responsibility for ongoing compliance.

PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

CastleRock Agricultural Enterprises, Incorporated (CastleRock)

Application MCN282454

GOALS

To assist in breaking cycles of crime and poverty by providing financial assistance to people pursuing post-secondary vocational training, or higher education at two and four-year colleges and universities.

PROGRAM

Castlerock shall establish, fund and administer a scholarship program supporting:

1. Past or present residents of geographic areas of disproportionate impact as defined by the Cannabis Control Commission.
2. Massachusetts residents who have past drug convictions.
3. Massachusetts residents with parents or spouses who have drug convictions.

CastleRock shall form a committee to review applications and award scholarships. The committee shall consist of five members: one CastleRock executive, one non-managerial CastleRock employee and three members from populations or geographic areas of disproportionate impact.

CastleRock shall publicize the scholarship program with local school districts, colleges and universities in central Massachusetts including but not limited to Worcester Public Schools, Quabbin Regional School District, Becker College, Clark University, Holy Cross, Mt. Wachusett Community College, Quinsigamond Community College and WPI. Applicants may self-refer or be directed to our program by educational institutions. CastleRock shall request that applicants submit a brief application documenting their membership in one or more of the three groups of residents noted above, along with a short essay describing their goals and how their education will benefit them and their communities. A brief interview with the selection committee is desired but not mandatory. Scholarship monies may be paid to an educational institution accredited by the New England Association of Schools and Colleges (Commission on Institutions of Higher Education- "CIHE", and or Commission on Technical and Career Institutions- "CTCI"), or directly to the recipient, at the discretion of the selection committee and dependent on the individual recipient's situation. Recipients shall need to provide proof of admission and matriculation prior to distribution of funds. The number of scholarships will vary each year, depending on the number of applicants, their demonstrated need, and funds available.

CastleRock shall commit 2% of previous year's gross revenue to the scholarship fund each year, beginning in CastleRock's second year of operation. In the unlikely event that not all funds are distributed in a given year, remaining funds shall roll over into the following year's fund.

MEASUREMENTS

CastleRock shall provide scholarships to at least three recipients per year, beginning in CastleRock's second year of operation. CastleRock shall provide to the Cannabis Control Commission or its designee, on an annual basis, CPA-certified gross revenue figures, names and contact information for scholarship recipients and their scholarship amounts, and the names of the educational institutions they attend. CastleRock shall provide an initial progress report to the Commission no later than 1 year from provisional licensure.

CastleRock shall advertise the scholarship on a monthly basis, starting at the beginning of the second year of full operation.

ACKNOWLEDGEMENTS

CastleRock will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments.

Any actions taken, or programs instituted by the applicant will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

BYLAWS

CASTLEROCK AGRICULTURAL ENTERPRISES, INC.

Article I: Offices

Section 1. Principal Office. The principal office of the Corporation shall be 257 Walnut Hill Rd., Barre Massachusetts 01005.

Section 2. Other Offices. The Board of Directors may establish branch or subordinate offices at any time and at any place.

Article II: Purpose

To cultivate, dry, trim, and package cannabis for wholesale to licensed cannabis processors and retailers in a safe, environmentally friendly and energy efficient manner that complies with the laws of The Commonwealth of Massachusetts and the directives of the Cannabis Control Commission. As permitted by law, the Corporation may engage in any and all activities in furtherance of, related to, or incidental to these purposes.

Article III: Shareholders

Section 1. Annual Meeting. A meeting will be held annually for the purpose of electing members of the Board of Directors (the "Directors") of the Corporation and for transacting such other business as may come before the meeting. The annual meeting will be held on a date and time designated by the Board of Directors.

Section 2. Special Meetings. Special meetings of the Shareholders may be called at any time by the Board of Directors, by the President, or by Shareholders entitled to cast in total not less than 50 percent of the votes at that meeting. If a special meeting becomes called by anyone other than the Board of Directors, the person calling the meeting will make a written request to the Corporation specifying the time and date of the meeting and the general nature of the business proposed to be transacted.

Section 3. Place of Meeting. Shareholders' meetings will be held at any place within or outside the Commonwealth of Massachusetts at a place to be determined at the Board of Directors discretion. If no designation of the location gets made for any annual or special meeting of the Shareholders, the meetings shall be held at the corporation's principal place of business.

Section 4. Notice. Written notice of any Shareholder meeting will be given not less than 10 days before the date of the meeting to each Shareholder entitled to vote at that meeting. The notice shall state the place, date, and hour of the meeting. If, for a special meeting, the notice shall state the purpose of the meeting. A mailed notice is effective when deposited in the United States mail with postage prepaid and the proper address of the Shareholder as appearing on the records of the corporation.

Section 5. Quorum and Required Vote. A majority of the outstanding voting shares, whether represented in person or by proxy, shall constitute a quorum entitled to take action at a meeting of

Shareholders. Without a quorum, a majority of the represented Shareholders may adjourn the meeting to another time without further notice.

Section 6. Consent of Shareholders in Lieu of Meeting. Any action to be taken at any annual or special meeting of Shareholders may be taken without a meeting, without prior notice, and without a vote, if a signed consent in writing, setting forth the action so taken, gets presented by the holders of outstanding shares having not less than the minimum number of shares that would be necessary to authorize or pass such an action were a meeting otherwise called and all votes cast.

Article IV: Directors

Section 1. Powers. The Board of Directors will manage the business and affairs of the Corporation by or under the Board.

Section 2. Number and Tenure. The Board will consist of one or more Directors, all of whom shall be natural persons who shall be elected for a term of three years. Each Director shall hold office until a successor becomes elected and qualified. Directors do not need to be Shareholders. Any Director may resign at any time upon notice given in writing to the Corporation. The authorized number of Directors will be two (2) until changed by a duly adopted amendment to the Bylaws adopted by the vote or written consent of a majority of the outstanding Shareholders. Thomas H. Egan III and Yvonne M. Egan shall initially serve as directors.

Section 3. Vacancies. A vacancy in the Board of Directors will exist if a Director resigns, dies, or becomes removed by the Shareholders; or when a court of appropriate jurisdiction declares the Director of unsound mind or enters a felony conviction against a Director; or when the authorized number of Directors increases.

Section 4. Regular Meetings. By resolution, the Board may give the time and place, either within or outside the Commonwealth of Massachusetts, for the holding of regular Board meetings without any notice other than that of the resolution.

Section 5. Special Meetings. Special meetings of the Board of Directors may be called for any purpose at any time by the Chairman of the Board, the President, or a majority of Directors.

Section 6. Quorum. A majority of the authorized number of Directors will be considered a quorum to transact business.

Section 7. Notice of Meetings. Any regular meeting of the Board may be held without notice of the date, time, and place of the meeting. Any special meeting of the Board may be preceded by at least a two (2)-day notice of the date, time, and place of the meeting. The Board may give this notice personally, by mail, facsimile, electronic mail, or by any other method allowed by law. Notice is effective at the earliest of: (a) receipt; (b) delivery to the proper address or telephone number as shown in the Corporation's records; or (c) five (5) days after its deposit in the United States mail, with postage prepaid and the correct address noted.

Section 8. Waiver of Notice. Notice of a meeting need not be given to any Director who signs a written waiver delivered to the Corporation for inclusion in the minutes or for filing with the corporate records.

Section 9. Action by Directors Without A Meeting. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if all members of the Board consent to it in writing.

Section 10. Presence through Communications Equipment. Unless otherwise provided by law or by the articles of organization, Directors may participate in any meeting of the board of Directors by means of a conference telephone or similar electronic or communications equipment by mean of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

Article V: Officers

Section 1. Officers. The Officers of the Corporation will consist of the ~~Chief Executive Officer, the~~ President, the ~~Vice President,~~ the Chief Financial Officer, the Secretary, and the Treasurer. Officers shall be elected for three years and shall hold office until their successors become elected and qualified. An appointee may hold one or more offices. Thomas H. Egan II shall initially serve as Chief Executive Officer and President. Lawrence E. Manekin shall initially serve as Chief Financial Officer. Yvonne M. Egan shall initially serve as Vice President, Secretary and Treasurer.

Section 2. Removal and Resignation. Any Officer or agent appointed by the Board may be removed by the Board at any time with or without cause. Any Officer may resign at any time by giving written notice to the Corporation.

Section 3. Vacancies. The Board may fill a vacancy due to resignation, removal, disqualification, death, or otherwise.

Section 4. President. The President shall preside at all meetings of Shareholders and Directors, have the general management and supervision of the affairs of the Corporation, and shall perform all other duties as determined by the Board.

Section 5. Chief Financial Officer. The Chief Financial Officer shall have the custody of all moneys and securities of the corporation and shall keep accurate financial records for the Corporation.

Section 6. Secretary. The Secretary shall issue notices for all meetings except for notices for special meetings of the Shareholders and special meeting of the Directors; shall prepare the minutes of the meetings of the Shareholders and meetings of the Board; and shall keep a record of Shareholders at the principal office.

Article VI: Liability

Section 1. No Personal Liability. The directors and the officers of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation for or arising out of a breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of an officer or director to the extent that such liability is imposed by applicable law for acts or omissions not in good faith or which involve intentional misconduct, recklessness, or a knowing violation of the law.

Section 2. Corporate Obligations. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the Corporation, may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt,

damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

Section 3. Indemnification. The Corporation shall, to the extent legally permissible, indemnify any person serving or who has served at any time as a director, executive director, president, vice president, treasurer, assistant treasurer, clerk, assistant clerk or other officer of the Corporation, or at its request as a director or officer of any organization, or at its request in any capacity with respect to any employee benefit plan, and may indemnify an employee or other agent who has so served, against all liabilities and expenses, including, without limitation, amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a director or officer, except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith; provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification shall be approved by a majority vote of the Board.

Article VII: Amendments

These Bylaws may be adopted, altered, amended or repealed, in whole or in part, by a two-thirds (2/3) vote of a majority of the directors then in office.

Article VIII: Powers

Section 1. Statement of Powers. By and through the Board, the Corporation shall have the power to do any and all lawful acts which may be necessary or convenient to affect the purpose for which the Corporation is organized, and to assist other organizations or persons whose activities further accomplish, foster or attain such purposes. The Corporation shall have the power to lease, sell, mortgage, transfer, in such manner and on such terms as they may deem advisable, all property, real or personal; to acquire, by purchase or otherwise, and retain for whatever period they shall think proper, all kinds of real and personal property and every kind of investment, including cash, securities and other property; to execute agreements and contract in furtherance of the business of the Corporation; to settle, compromise or pay any claims, including taxes, in accordance with law; to secure, hold and maintain municipal and state licenses and permits; to collect rents and other proceeds from real estate not specifically devised and to pay all carrying charges thereon and make such repairs thereto as they deem proper without the necessity of obtaining leave of any court.

Section 2. Investments. The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Directors, without being restricted to the class of investments, provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction under Massachusetts law.

Section 3. Loans. No moneys shall be borrowed on behalf of the Corporation and no evidences of such indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 4. Deposits. All funds of the Corporation, not otherwise employed, shall be deposited from time to time to the credit of the Corporation in such banks, investment firms or other depositories as the Board of Directors shall select.

Section 5. Audits. Within three (3) months after the close of the Corporation's fiscal year, the Corporation will prepare reviewed financial statements in accordance with generally accepted accounting principles (GAAP) and make these statements available to all Shareholders and, if required by law, to the Massachusetts Cannabis Control Commission.

Section 6. Insurance. The Corporation may purchase and maintain insurance (including but not limited to insurance for legal expenses and costs incurred in connection with defending any claim, proceeding or lawsuit) on behalf of any person who is or was a director, officer, employee, fiduciary or agent of the Corporation or who, while serving in this role, is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee, fiduciary or agent of any other foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, against any liability asserted against him or her or incurred by him or her in any such capacity, or arising out of his or her status as such. In addition, the Corporation shall maintain liability insurance coverage in compliance with 935 CMR 500.105(10)(a), and any other applicable provision of Massachusetts law or regulation.

Article IX: Anti-Trust Policy

The Corporation shall comply fully with all federal and state antitrust laws which prohibit companies from working together to restrict competition. The Corporation and its directors and officers are informed about antitrust laws and recognize possible antitrust issues or questions. While competitors in the Massachusetts marijuana industry may collaborate, such competitors may not unlawfully restrict competition within the industry. The Corporation shall not engage in any anti-competitive activities. Furthermore, to ensure against inadvertent violations of applicable antitrust laws directors, officers and employees shall not discuss with competitors:

1. Pricing strategies for marijuana or related products and services;
2. Establishment of market monopolies for products or services;
3. Refusal to deal with a company because of pricing or distribution practices for marijuana or related products or services;
4. Strategies or plans to give business or remove business from a specific company.

Furthermore, directors, officers, and employees shall not engage in any actions or understandings arising in the context of the Corporation's activities which appear to be anti-competitive in purpose or inconsistent with this policy.

Article X: Severability

The invalidity or unenforceability of any provisions of these Bylaws shall not affect the validity or enforceability of any other provision of these Bylaws, which shall remain in full force and effect.

Article XI: Dissolution

Dissolution of the Corporation will comply with Massachusetts law. The Directors may authorize a petition for the dissolution of the Corporation. A two-thirds vote will be required for such dissolution. Articles of Dissolution will be filed with the Massachusetts Secretary of State. All outstanding annual reports will be filed with the Secretary of State. A letter to the Massachusetts Department of Revenue on the Corporation's letterhead will be sent stating that the Corporation is dissolving. All outstanding business will be completed. All outstanding debts will be paid, and all assets transferred or liquidated in accordance with law. Any remaining funds in the Corporation will be distributed as per the direction of the directors at the meeting authorizing the dissolution.

As set forth above, these Bylaws have been adopted by a vote of the Board as per Article VII and affirmed by the President of the Corporation on this 14th day of November 2018.

A handwritten signature in dark ink, appearing to read 'Thomas H. Egan III', is written over a horizontal dashed line.

Thomas H. Egan III, President



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$250.00

Secretary of the Commonwealth, Corporations Division
 One Ashburton Place, 17th floor
 Boston, MA 02108-1512
 Telephone: (617) 727-9640

Special Filing Instructions

Articles of Organization

(General Laws, Chapter 156D, Section 2.02; 950 CMR 113.16)

Identification Number: 001354902

ARTICLE I

The exact name of the corporation is:

CASTLEROCK AGRICULTURAL ENTERPRISES, INCORPORATED

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. C156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:

ARTICLE III

State the total number of shares and par value, if any, of each class of stock that the corporation is authorized to issue. All corporations must authorize stock. If only one class or series is authorized, it is not necessary to specify any particular designation.

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		Num of Shares	Total Par Value	
STK	\$0.00000	1,000	\$0.00	1,000

G.L. C156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. C156D Section 6.21 and the comments thereto.

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

MINORITY SHAREHOLDERS WISHING TO SELL SHARES SHALL OFFER THEM EXCLUSIVELY TO THE MAJORITY SHAREHOLDER AT THE ORIGINAL PURCHASE PRICE, OFFERING THEM TO OUTSIDE INVESTORS ONLY IF MAJORITY SHAREHOLDER DECLINES TO PURCHASE THE M.

ARTICLE VI

Other lawful provisions, and if there are no provisions, this article may be left blank.

Note: The preceding six (6) articles are considered to be permanent and may be changed only by filing appropriate articles of amendment.

ARTICLE VII

The effective date of organization and time the articles were received for filing if the articles are not rejected within the time prescribed by law. If a *later* effective date is desired, specify such date, which may not be later than the *90th day* after the articles are received for filing.

Later Effective Date: Time:

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a,b. The street address of the initial registered office of the corporation in the commonwealth and the name of the initial registered agent at the registered office:

Name: THOMAS H EGAN III
No. and Street: 257 WALNUT HILL RD
City or Town: BARRE State: MA Zip: 01005 Country: USA

c. The names and street addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	THOMAS H EGAN III	257 WALNUT HILL RD BARRE, MA 01005 USA
TREASURER	YVONNE EGAN	257 WALNUT HILL RD BARRE, MA 01005 USA
SECRETARY	YVONNE EGAN	257 WALNUT HILL RD BARRE, MA 01005 USA
CEO	THOMAS H EGAN III	257 WALNUT HILL RD BARRE, MA 01005 USA
VICE PRESIDENT	YVONNE EGAN	257 WALNUT HILL RD BARRE, MA 01005 USA
DIRECTOR	THOMAS H EGAN III	257 WALNUT HILL RD BARRE, MA 01005 USA
DIRECTOR	YVONNE EGAN	257 WALNUT HILL RD BARRE, MA 01005 USA

d. The fiscal year end (i.e., tax year) of the corporation:
January

e. A brief description of the type of business in which the corporation intends to engage:

AGRICULTURAL WHOLESALE BUSINESS

f. The street address (post office boxes are not acceptable) of the principal office of the corporation:

No. and Street: 257 WALNUT HILL RD
City or Town: BARRE State: MA Zip: 01005 Country: USA

g. Street address where the records of the corporation required to be kept in the Commonwealth are located (post office boxes are not acceptable):

No. and Street: 257 WALNUT H
City or Town: BARRE State: MA Zip: 01005 Country: USA

which is

☒ its principal office ☐ an office of its transfer agent
☐ an office of its secretary/assistant secretary ☐ its registered office

Signed this 14 Day of November, 2018 at 10:19:43 AM by the incorporator(s). *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*

THOMAS H EGAN III

THE COMMONWEALTH OF MASSACHUSETTS

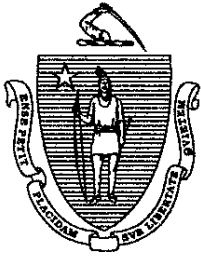
I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

November 14, 2018 10:19 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

Date: April 24, 2020

To Whom It May Concern :

I hereby certify that according to the records of this office,

CASTLEROCK AGRICULTURAL ENTERPRISES, INCORPORATED

is a domestic corporation organized on **November 14, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 20040468480

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>



Commonwealth of Massachusetts
Department of Revenue
Geoffrey E. Snyder, Commissioner

mass.gov/dor

Letter ID: L1843712576
Notice Date: April 27, 2020
Case ID: 0-000-854-337



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



CASTLEROCK AGRICULTURAL ENTERPRIS
257 WALNUT HILL RD
BARRE MA 01005-9545

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, CASTLEROCK AGRICULTURAL ENTERPRISES INCORPORATED is in compliance with its tax obligations under Chapter 62C of the Massachusetts General Laws.

This certificate doesn't certify that the taxpayer is compliant in taxes such as unemployment insurance administered by agencies other than the Department of Revenue, or taxes under any other provisions of law.

This is not a waiver of lien issued under Chapter 62C, section 52 of the Massachusetts General Laws.

What if I have questions?

If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

Visit mass.gov/dor to learn more about Massachusetts tax laws and DOR policies and procedures, including your Taxpayer Bill of Rights, and MassTaxConnect for easy access to your account:

- Review or update your account
- Contact us using e-message
- Sign up for e-billing to save paper
- Make payments or set up autopay

Edward W. Coyle, Jr., Chief
Collections Bureau

CastleRock Agricultural Enterprises Incorporated

Attestation Regarding Department of Unemployment-Good Standing

June 22, 2020

At this time, CastleRock Agricultural Enterprises Incorporated (CastleRock) has not hired any employees and is not yet eligible to register with the Department of Unemployment or request a Certificate of Good Standing.

CastleRock shall, immediately upon hiring its first employee, register with Department of Unemployment, request a Certificate of Good Standing, and provide that Certificate to the Commission as soon as it is received.



Thomas H. Egan III

Chief Executive Officer

CastleRock Agricultural Enterprises Incorporated

CastleRock Agricultural Enterprises Incorporated

Plan For Obtaining Liability Insurance Coverage

CastleRock Agricultural Enterprises Incorporated (CastleRock) shall obtain liability insurance in compliance with 935 CMR 500.105(10)(a). The policy shall provide general liability insurance coverage of no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, and product liability insurance coverage of no less than \$1,000,000 per occurrence and \$2,000,000 aggregate, annually. The deductible shall be no more than \$5,000 per occurrence.

CastleRock also anticipates securing Directors & Officers coverage at prevailing rates. CastleRock shall also secure commercial vehicle insurance including enhanced coverage for optional bodily injury, at prevailing rates, for any vehicles owned and operated by CastleRock.

CastleRock shall retain the services of a professional insurance agent and legal counsel, to review and adjust insurance coverages from time to time to ensure ongoing compliance with Cannabis Control Commission regulations, and to adequately protect CastleRock's assets and personnel.

CastleRock Agricultural Business Plan

The Company

CastleRock Agricultural, Inc. (“CastleRock” or “company”) was formed to develop, own and operate a Tier 11 outdoor cannabis cultivation facility to be located at 257 Walnut Hill Road, Barre, Massachusetts 01005. We aim to preserve the undeveloped nature of our land by farming a small portion of it, using environmentally friendly, sustainable methods to provide wholesale cannabis to licensed retailers, manufacturers and processors in Massachusetts. With the adoption of an adult use law in 2016, the company now seeks a license issued by the Massachusetts Cannabis Control Commission (“CCC”) to allow participation in the adult use market.

Management

Key members of the management team include:

Tom Egan, CEO

Larry Manekin, CFO

Operations

CastleRock will adopt and maintain standard operating procedures (“SOPs”). The SOPs will conform to Massachusetts law and regulation, and shall control the performance and activities of all CastleRock management, visitors, contractors and staff. At least annually, CastleRock will review and assess the SOPs, and will revise such SOPs in order to conform company performance to the applicable regulations and industry best practices.

Company operations will occur at 257 Walnut Hill Road, Barre, Massachusetts 01005, on a secure 8-acre parcel deep within a heavily wooded 134-acre property. Total mature marijuana canopy will be 100,000 square feet (1.7 % of the total property land area). In addition to the core activity of cultivation, drying, trimming, and packaging of marijuana for wholesale will occur on site. In accordance with its commitment to environmentally friendly, sustainable agriculture, CastleRock hopes to meet its energy needs with onsite, renewable sources such as small scale solar or wind power. Water needs will be met by well(s) drilled within the site. The company will employ industry best practices to produce organically grown, pesticide-free, top-quality cannabis. CastleRock is in its essence, a farm. As such, its hours of operation will vary, with the seasons, the life cycle of the plant, and production phases, but will be at all times subject to local approval.

Revenue Projections

When fully operational, CastleRock projects gross revenues of \$2.5M - \$10M annually, dependent upon multiple factors including but not limited to, risks inherent to outdoor agriculture, quality and quantity of cannabis produced in a given growing season, and variations in the wholesale market price for cannabis.

Growth Projections

CastleRock is focused on becoming a successful Tier 11 Outdoor Cultivator and has no current plans to seek licenses in other categories/ areas of the cannabis industry.

CastleRock Agricultural Enterprises Incorporated

Plan For Separating Recreational From Medical Operations, If Applicable

CastleRock will cultivate cannabis solely for wholesale to licensed manufacturers, processors and retailers operating in the Massachusetts adult-use recreational cannabis industry. CastleRock itself will not have any medical operations.

CastleRock Agricultural Enterprises Incorporated
Plan For Restricting Access to Age 21 and Older

CastlRock's operations will have no retail component. All cultivation, harvesting, drying, trimming, curing and packaging will occur within a physically secure facility (See Security Plan.) No volunteers will be utilized. All employees will be 21 years of age or older, verified by a CCC approved background check. No visitors under 21 years of age will be allowed within the facility: All visitors will be required to show government issued photo ID, such as driver's license or passport, specifically stating date of birth.

CastleRock Agricultural Enterprises Incorporated

Maintenance of Financial Records

CastleRock will provide proof that policies were followed or activities performed, to the CCC.

We will demonstrate processes and procedures are being conducted as required.

Record will be in both hard copy (printed) and electronic (digital) format. Records will be stored in a safe, secure location with offsite backup for electronic records.

Record to be kept

1. Evidence of Income and Expenses
2. Full Accounting System including Income Statement, Balance Sheet and Cash Flow
3. Annual audit by Certified Public Accountant with results/ findings furnished to appropriate state and local government officials on request.

Financial records will include:

- Monetary transactions, monthly bank and credit card statements
- Invoices and bills
- Sales records including quantity, form and cost of marijuana products
- Assets and liabilities
- Payroll processing documents
- Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the marijuana establishment
- Receipts for expenses
- Bank transactions
- Bank deposit slips
- Purchase orders
- Cancelled checks
- Expense reports
- Petty cash slips
- Taxes paid, and corporate federal and state tax returns

What is not included

The examples provided are not exhaustive. Any other records not listed will also be maintained.

Roles and responsibilities

Financial records will be kept by the CFO.

CastleRock Agricultural Enterprises Incorporated

Quality Control and Testing

CastleRock shall not employ pesticides or prohibited plant growth regulators in its cultivation process. CastleRock will employ quality control and testing procedures at all times compliant with 935 CMR 500.160 .

All Production Batches shall be tested by a licensed Independent Testing Laboratory in accordance with the provisions of 935 CMR 500.160(1) and (2). No marijuana shall be sold or otherwise marketed for adult use that has not first been test by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160. CastleRock shall have a written policy for addressing unfavorable laboratory results, which will comply with 935 CMR 500.160(3). All excess marijuana and any marijuana which fails testing and cannot be remediated, will be destroyed, in a manner compliant with 935 CMR 500.105(12).

CastleRock shall ensure that only the leaves and flowers of the female marijuana plant are processed accordingly in a safe and sanitary manner as prescribed below:

- Well cured and generally free of seeds and stems;
- Free of dirt, sand, debris and other foreign matter;
- Free of contamination by mold, rot, other fungus, and bacterial diseases;
- Prepared and handled on food grade stainless steel tables; and
- Packaged in a secure area.

All CastleRock agents whose job includes contact with marijuana are subject to the requirements for food handlers specified in 105 CMR 300.000.

Any agent working in direct contact with marijuana shall conform to sanitary practices while on duty, including:

- Maintaining adequate personal cleanliness; and
- Washing hands appropriately.

Hand-washing facilities shall be located in production areas and where good sanitary practices requires employees to wash and sanitize their hands.

There shall be sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations.

Litter and waste shall be properly removed so as to minimize the development of odor and the potential for the waste attracting and harboring pests.

Floors, wall and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair.

All contact surfaces shall be maintained, cleaned and sanitized as frequently as necessary to protect against contamination.

All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana.

Water supply shall be sufficient for necessary operations.

Plumbing shall be of adequate size and design and maintained to carry sufficient quantities of water to required locations throughout the establishment.

CastleRock shall provide its employees with adequate, readily accessible toilet facilities.

Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical and microbial contamination.

CastleRock shall notify the Commission within 72 hours of any laboratory testing results indicating contamination if contamination cannot be remediated and disposal of the production batch is necessary.

CastleRock Agricultural Enterprises Incorporated

Qualifications and Training

Owner/Member, Officer, Employee and Contractor Requirements

Responsibilities

The Chief Executive Officer (CEO) is responsible for maintaining Standard Operating Procedures (SOPs) related to Qualifications and Training. The CEO will manage all owner and officer records required by the SOPs. The Human Resources Director will manage all employee records required by the SOPs. The Chief Operating Officer (COO) will manage all contractor records required by the SOPs. All owners, officers, employees and contractors are responsible for strict adherence to SOPs and reporting any compliance questions or issues to the CEO or their supervisor.

Policies and Procedures

General Qualifications

All owners (as defined in regulations), executives, managers, employees, and contractors shall be registered Marijuana Establishment Agents, fully vetted in compliance with 935 CMR 500.030, be determined suitable for registration consistent with the provisions of 935 CMR 500.800, 935 CMR 500.801 and 935 CMR 500.802, be at least 21 years of age and be free of a criminal background including, but not limited to, open or unresolved criminal proceedings, or convictions in the past for:

- a. Any offense in the Commonwealth or Other Jurisdictions involving distribution of controlled substances to minors;
- b. Use, possession or distribution of drugs or toxic compounds; excluding conviction solely for a Marijuana-related offense or solely for a violation of M.G.L. c. 94C § 34;
- c. A crime involving violence;
- d. A crime involving use of a firearm;
- e. Theft or fraud;

- f. Registered Sex Offender;
- g. Any other background information determined by the Commission to represent a risk to the health, safety or welfare of the public or other Marijuana Establishment Agents.

No owner, employee or Agent of an Independent Testing Laboratory shall be employed by or otherwise affiliated or associated with CastleRock.

Reporting Requirements

In compliance with 935 CMR 500.801(3) and 935 CMR 500.802(3), all persons associated with CastleRock must notify the Commission in writing, and also their manager or supervisor, within ten days of any arrest, criminal charge or conviction of an offense that would result in a presumptive negative suitability determination or mandatory disqualification under 935 CMR 500.801. The manager or supervisor must immediately notify the Human Resources Director or COO. The Human Resources Director or COO must confirm appropriate notice by the associated person to the Commission and remediate any failure to report as soon as possible. Per 935 CMR 500.030(4), CastleRock shall notify the Commission no more than one business day after a Marijuana Establishment agent ceases to be associated with CastleRock. CastleRock shall also notify the Commission as soon as possible (no later than 5 days) of any changes to the information it was previously required to submit to the Commission, or after discovery that a Registration Card has been lost or stolen, in accordance with 935 CMR 500.030(6).

Training Required

Purpose

All employees must be properly trained to safely and accurately perform their job duties in compliance with SOPs and with 935 CMR 500 and all other applicable state and local laws and regulations.

Responsibilities

The CEO will oversee compliance with the SOPs and the applicable laws and regulations.

The Human Resources Director is responsible for the administration of all required training.

Managers and supervisors are required to ensure all employees and contractors receive retraining as needed. All employees and contractors are responsible for demonstrating proficiency in all activities performed and requesting training or re-training as needed for their performance.

Policies and Procedures

1. All SOPs must detail required training. The Human Resources Director will administer or arrange for and manage all required training. The CEO will oversee compliance with the SOPs and applicable Regulations.
2. Managers and supervisors are required to ensure SOPs are adhered to by all employees and contractors at all times and identify training deficiencies.
3. All employees and contractors are responsible for demonstrating proficiency in all activities performed and requesting training or re-training as needed for safe and successful performance of their job duties.

Staffing and Training policies dictate the processes the company will use to manage human resources to provide the highest quality cannabis products while acting in compliance with federal, state and local laws and regulations. The CEO in coordination with the Human Resources Director is responsible for maintaining and updating the policies, which will ensure that CastleRock has sufficient staff possessing the correct skill-sets and experience needed to ensure the success of all operations. CastleRock encourages personal growth, development, and empowerment for its Agents. All Agents are encouraged to provide input and suggest new policies and processes.

Training

All new hires will be required to go through a training period. Probationary Agents will be advised of all employment policies, the life cycle of cannabis and its growth process and the proper procedures to employ while performing their duties. Educational training will consist of presentations given by the executive staff and Department Managers, along with outside consultant trainers as indicated. The presentations will be supplemented with hands-on training to demonstrate the material included in the presentations. All Agents will go through additional training with their Manager based on the

employment role.

Being in an industry that is constantly changing requires companies to be aware of recent market developments and trends throughout the industry. CastleRock will take a proactive approach to continually provide progressive training and interactive learning to our Agents. This will be conducted both on site but may also occur off site, electronically and telephonically when necessary. By exposing Agents to constant training and developments, CastleRock values its Agents and aims for high retention rates.

Training allows Agents to learn required processes and procedures to take on additional responsibilities throughout the course of their employment with CastleRock. The opportunity for advancement will encourage the retention of our Agents.

Our collaborative training program is designed to educate Agents on best practices for maintaining personal safety and the safety of CastleRock's products, including comprehensive emergency and incident management training. Training sessions may include virtual web collaborations, on-site training in existing operations, and OSHA Occupational Safety Training.

Agent Training

No Agent or consultant may work on-site before receiving orientation training or when any required critical training is four weeks or more past due. The Human Resources Director will ensure each Agent is provided all relevant and adequate training. All owners, managers and employees of CastleRock shall successfully complete a Commission-certified Responsible Vendor Training Program initially and thereafter on an annual basis as required by 935 CMR 500.105(a) and 935 CMR 500.105(b). Other training will be tailored to the roles and responsibilities of the job function of each Agent and at a minimum must include training on confidentiality, security controls, emergency response protocols and Massachusetts state and local laws and regulations as well.

Each Agent will receive a minimum of eight hours of ongoing training annually, including at least 2 hours of Responsible Vendor Training, with additional training as deemed necessary by the CEO.

Module Based Training

CastleRock shall employ a strategy of module-based training. Each module will cover a single topic in-depth.

Training modules will include:

1. New agent orientation;
2. Train the trainer;
3. Monthly department meetings;
4. Compliance, regulation, and law;
5. Confidentiality;
6. Safety;
7. Security;
8. Emergency and incident management;
9. Inventory management and diversion prevention;
10. Cannabis Science;
11. Community and customer relations;
12. Recordkeeping;
13. Product handling and sanitation; and
14. Transportation.

CastleRock may develop and implement new modules as deemed necessary. Agent training will largely be department-focused and relevant to the operational processes each agent will follow on a daily basis. The Human Resources Director will reassess all modules annually to determine if updated training is necessary to maintain a compliant operation.

Evaluation

To achieve high standards of quality, efficiency, and compliance, the Human Resources Director shall evaluate the training program annually. Based on the results of this evaluation, the General Manager will implement any necessary changes and determine the need for re-training of staff. The Chief

Operating Officer must approve any major training program changes. The Human Resources Director will solicit and record feedback on the quality and efficacy of a training module from Agents that received the training. Feedback may be solicited utilizing post-training group discussions, individual interviews, and anonymous surveys.

Employee Manual

Upon licensing and commencement of operations, all staff will undergo a mandatory training period. During the first day of training, an employment manual will be issued to Agents. The manual will set forth CastleRock policy regarding administrative matters, including terms of employment, what is expected of agents and procedures for discipline. Each agent must read through the manual and sign a contract acknowledging that they have received, read and understand CastleRock policies.

SOPs

The second stage of training focuses on cannabis operations and procedures. Training includes a background of commercial cannabis, identification of relevant laws, a breakdown of CastleRock's structure, the roles of Agents and the Standard Operating Procedures for each phase of operation. Cannabis science training addresses the endocannabinoid system, clinical trial information, efficacy and dosing, strains and genetics, methods of use and types of products, condition management, and side effects.

SOPs will provide a detailed breakdown of the duties (what), methods (how) and schedule (when) by which each Agent will perform the tasks of their respective positions. The Human Resources Director will develop a training curriculum to educate new Agents. Managers will actively train the new Agents on their duties and responsibilities. At the end of the training period, the prospective Agents will be given a short test regarding the policies and procedures; a solid demonstration of knowledge is a prerequisite for employment.

Additional Policies

All current owners, managers, and employees shall complete the Responsible Vendor Program after July 1, 2019 or when available.

All new employees shall complete the Responsible Vendor Program within 90 days of being hired.
Responsible Vendor Program documentation must be retained for four (4) years.

Addendum

Anticipated Positions and Their Qualifications

Chief Executive Officer: Bachelor's Degree or higher, at least 5 years work experience.

Chief Financial Officer: MBA, MS in Finance or CPA, at least 5 years work experience.

Treasurer: Associate's Degree or higher, at least 5 years work experience.

Compliance and Human Resources Officer: Bachelor's Degree or higher, at least 3 years work experience.

Chief Cultivation Officer and Quality Assurance Director: Bachelor's Degree or higher, in agriculture, horticulture or biology fields of study and 3-5 years of experience in cannabis cultivation.

Cultivation Specialists: High School Diploma or GED, or relevant vocational training, life/work experience.

CastleRock Agricultural Enterprises
Personnel Policies Including Background Checks

Personnel Records

Personnel records for each employee will be maintained for at least twenty-four (24) months after employee separation from the company. Personnel records shall include, but not be limited to, the following:

- Job description stating duties, authority, responsibilities, qualifications, and supervision;
- Employment agreement, if any;
- Documents related to employee training, including training regarding privacy and confidentiality requirements, and a signed statement of the employee indicating the date, time, and place of such training;
- Documentation relating to compensation, including a statement of graduated compensation by date and pay rate;
- Performance evaluations;
- Disciplinary records, if any;
- Documents relating to background investigation, including CORI reports; and
- All materials required by the Commission pursuant to 935 CMR 500.030(2).

Personnel records will be kept in a secure location to maintain confidentiality and be accessible only to the CEO or designees, all of whom shall be members of the executive management team.

Background Checks

All owners, executives and employees of CastleRock shall undergo and pass background checks in accordance with 935 CMR 500.030 and 935 CMR 500.101(1)(b). CastleRock shall furnish any and all relevant data and shall cover any costs associated with furnishing that data for individual personnel.

Professional Conduct

CastleRock is committed to maintaining an environment conducive to the health and wellbeing of customers, employees and the community. CastleRock shall endeavor to provide a workplace free from harassment, bullying or discrimination. CastleRock will not tolerate harassment or discrimination on the basis of sex, race, color, national origin, age, religion, disability, sexual orientation, gender identity or any other trait or characteristic protected by law. Harassment or discrimination on the basis of any protected trait or characteristic is contrary to CastleRock's values and shall provide grounds for

discipline, up to and including termination. CastleRock policies shall prohibit any physical or verbal conduct that:

- Has the purpose or effect of creating an intimidating, hostile, or offensive work environment;
- Has the purpose or effect of unreasonably interfering with an employee's work performance; or
- Adversely affects an employee's employment opportunities.

All CastleRock employees shall maintain the highest degree of professional behavior. Harassment or discrimination by or against employees is strictly prohibited, and the CEO shall promptly address any offending conduct.

At-Will Employment

Unless otherwise specified in a signed document executed by the CEO and the employee, employment at CastleRock shall be at-will. The employer and employee alike may terminate the work relationship at any given moment and for any legitimate purpose. Each party reserves the right to end the employment.

Compensation and Employment Practices

Standard Employment Practices

CastleRock offers competitive wage and benefits packages, and shall develop a workplace culture that values work-life balance, transparent and accessible management, and a work ethic consistent with the cannabis program in Massachusetts.

Compensation

Compensation shall be negotiated on an individual basis. CastleRock shall determine compensation based on the prevailing wage in the marketplace. Compensation shall account for skill, experience, education, work history and other lawful criteria as determined by CastleRock. The CEO and the executive management team shall determine compensation rates. CastleRock shall at all times comply with applicable state and federal law in determining employee compensation.

Selection of Applicant

Employees are selected on the basis of their qualifications to fulfill established specifications for the job. General criteria include education or experience, mental capacity, physical ability, and willingness to work in the specific environment, and ability to perform the essential functions of the specific job they are hired for.

Compliance with Law and Regulation

CastleRock's written policies shall adhere to applicable federal and state laws, including but not limited to the Family and Medical Leave Act, the Consolidated Omnibus Budget Reconciliation Act, the Equal Employment Opportunity Act, the Employee Retirement Income Security Act, the Americans with

Disabilities Act, 935 CMR 500.000 et. seq., and with laws pertaining to holidays, work hours, personal time, paid time off, confidentiality and workplace safety. The executive management team oversees company compliance, and the CEO shall implement company policies and procedures.

Work Schedules

Work schedules shall be part-time or full-time. Schedules will be set and classified according to the demands of the business. CastleRock shall develop and implement work schedules that provide necessary duty and personnel coverage. CastleRock shall determine work schedules to ensure adequate coverage on a daily basis, and to diminish the likelihood of duplicate staffing or overtime coverage.

Performance Reviews

At least annually, all employees shall receive performance reviews. A written review, in a form determined by the CEO, shall accompany each employee review. Such review shall be signed by the employee, and shall be retained in the personnel files of the company. As determined by the CEO, reviews shall provide a reasonable evaluation of employee performance, and may include scoring metrics, narrative content and other performance methodologies.

Vacation, Paid Leave and Family Leave Policies

CastleRock leave policies will comport with all applicable state and federal statutes. All full-time employees will receive two 40-hour weeks of paid vacation annually. Leave must be requested at least two weeks in advance and approved by the CEO or designee. CastleRock anticipates observing all national holidays, and will elect on an annual basis whether to observe state holidays.

Disciplinary Policy

CastleRock has adopted a disciplinary policy designed to provide a graduated series of corrective actions. This policy, called the “Steps” policy, is intended to improve employee performance, promote the maintenance of a cohesive and productive workplace, and prevent recurring adverse behaviors. In addressing disciplinary matters, CastleRock shall apply the steps described below:

Step 1: Individual Advice and Counsel

A member of the executive management team shall individually discuss the subject conduct with the employee. The executive shall identify the offending conduct, and clearly outline company expectations for resolution.

Step 2: Written Warning

Within seven (7) days of the discussion described in Step 1, the executive will prepare a document characterizing the discussion, and will provide a copy of the document to the employee. The employee will sign the document, a copy of which CastleRock will maintain in the personnel file.

Step 3: Final Written Warning

Should the offending conduct persist or reoccur, a member of the executive management team will prepare a document characterizing the offending conduct, and will provide a copy of the document to the employee. The document may include witness statements or reference other evidence. The document will state “Final Warning” in prominent text. The employee will sign the document, a copy of

which CastleRock will maintain in the personnel file. If the executive finds the offending conduct problematic, disruptive and/or harmful, or impacts the health or safety of other employees, the executive may recommend to the CEO that the employee be removed from the workplace. The CEO shall act on any such recommendation within forty-eight (48) hours.

Step 4: Termination of Employment

The last step is termination of employment. CastleRock reserves the right terminate if, notwithstanding the steps set forth above, employee conduct fails to comport with CastleRock policies and procedures. CastleRock reserves the right to terminate without prior notice or disciplinary action. The CEO must approve termination in writing, a copy of which CastleRock will maintain in the personnel file.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling, nor shall anything in this policy be construed as modifying or altering the at-will employment relationship established between CastleRock and its employees.

Conduct Not Subject to "Steps" Disciplinary Policy

Illegal behavior is not subject to the "Steps" policy, and may be reported to local law enforcement. Intoxication, physical harassment, sexual harassment, bullying, theft, misappropriation of intellectual property and like behaviors shall not be subject to the "Steps" policy and may be grounds for immediate termination.

CastleRock prohibits the unauthorized use of alcoholic beverages on the premises. Further, it is a violation of CastleRock policy for anyone to report to work in any impaired or intoxicated condition or under the influence of alcohol, drugs, or illegal substances.

Separation of Employment

A separating employee may contact the CEO or other supervising authority to schedule an exit interview. CastleRock reserves the right to refuse any such interview. The interview, if any, shall occur on or after the employee's last day of work.

Company Property

A separating employee must return all company property at the time of separation, including but not limited to uniforms, cell phones, keys, computers, and identification cards. Failure to return items may result in deductions from final paycheck. An employee may be required to sign a wage deduction authorization form to facilitate the deduction of the cost of unreturned items from the final paycheck.

Termination of Employee Benefits

An employee separating from CastleRock is eligible to receive benefits as long as the appropriate procedures are followed as stated above. Two weeks' notice must be given, and the employee must work the full two work weeks. Accrued vacation leave will be paid in the last paycheck. Accrued sick leave will be paid in the last paycheck.

COBRA Health Insurance

Health insurance terminates on the last day of the month of employment, unless employee requests immediate termination of benefits. CastleRock shall provide information about employee rights under the Consolidated Omnibus Budget Reconciliation Act (COBRA) relative to the continuation of health insurance coverage

Definitions

Full-Time Employees: Any employee who is regularly scheduled to work over 32 hours per week.

Part-Time Employees: Any employee who is regularly scheduled to work fewer than 32 hours per week.

Equal Employment Opportunity

CastleRock is an equal opportunity employer, committed to a policy of equal opportunity in every area of employment based on an individual's qualifications without regard to race, color, religion, sexual orientation, gender identity, national origin, age, marital or veteran status, or the presence of a non-job related medical condition or handicap.

Harassment Policies

CastleRock has a fundamental commitment to treating its employees with dignity and respect. It is the policy of CastleRock that all employees should be able to enjoy a work environment that is free from all forms of discrimination, including harassment on the basis of age, race, color, sex, national origin, religion, sexual orientation, gender identity, marital or veteran status or disability. Harassment is a form of misconduct that undermines the integrity of the employment relationship. This includes verbal or physical harassment and implied as well as overt threats of racial, ethnic, religious or sexual nature.

Sexual Harassment

CastleRock will not tolerate any form of sexual harassment in the work place. Sexual harassment is behavior directed at an individual on the basis of her or her gender and is offensive. Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature will not be tolerated at the facility.

Security and Safety

CastleRock takes safety very seriously. Safety is a collaborative effort and is the responsibility of all employees to:

- Work safely and avoid careless behavior and horseplay.
- Report unsafe conditions to their supervisor and Maintenance.
- Ask their Supervisor for instruction about work safety.
- Keep their work areas neat and clean.
- Immediately report work injuries or illness.
- Use any necessary safety devices.

Enforcement of Policies

CastleRock's policies and procedures, as described in this Handbook, are to be monitored and enforced by each employee's supervisor. In the case of a dispute, every effort should be made to resolve the issue with the employee's supervisor.

CastleRock shall maintain a staffing plan and records in compliance with 935 CMR 500.105(9).

CastleRock shall maintain a policy for the immediate dismissal of any agent who has diverted marijuana, engaged in unsafe practices, or been convicted or entered a guilty plea for a felony charge of distribution of a drug to a minor.

CastleRock Agricultural Enterprises Incorporated
Record Keeping Procedures

CastleRock will maintain all required records in full compliance with 935 CMR 500.105(9)

CastleRock will demonstrate processes and procedures are being conducted as required.

Records will be in both hard copy (printed) and electronic (digital) format. Records will be stored in a safe, secure location on the premises, with offsite backup for electronic records. Access to records shall be restricted to CastleRock executive management team, its designees, and state and local government officials as needed.

Hard Copy Information

Hard Copy information will be legible, permanent and accurately reflects the actual event, condition or activity.

Each entry on a record will be made by the responsible person(s) or at the time that the specific event occurred.

The completed records will be signed and dated by the responsible person(s).

Electronic Data

In order to ensure the integrity and authenticity of electronically-generated monitoring data, an electronic recording and data storage system will:

- Be validated to ensure its accuracy, reliability and consistency
- Detect invalid or altered records
- Generate copies of records in a readable format
- Protect records for accurate and timely retrieval throughout their retention period
- Create an audit trail by independently recording the date and time of operator entries and actions that create or modify electronic records
- Record changes will be not obscure previously recorded information
- Limit system access to authorized and trained individuals
- Have a frequency of recording data at a rate that ensures any process deviations will be captured
- If the memory storage fails or is removed or reaches its maximum storage capacity, the electronic recorder will automatically recognize this event, log it, and trigger the necessary actions to preclude unsafe/unmonitored operations
- Have up-to-date technical documentation for the operation and maintenance of the recording system

- Be power protected to minimize the risk of data loss in the case of a power outage
- Transfer data to another system (if applicable) without modifying the information

Record to be kept

Personnel Records

Personnel records including, but not limited to: job descriptions and organizational charts, applications, documentation of training, including participation in a Responsible Vendor Training Program, performance reviews and any disciplinary actions taken against an employee.

Taxes Paid

This includes documentation of all taxes paid to state and federal entities. Also, all documentation of all license fees paid to state and local jurisdictions, and corporate state and federal tax returns.

Receipts

All receipts from financial transactions will be kept, including, but not limited to: contributions, reimbursements, reasonable compensation, and expenses. Additionally, sales or transfers of marijuana or marijuana products, will retain the receipts, in addition to the corresponding electronic tracking inventory reference.

Inventory Records

CastleRock shall utilize the METRC Seed-to-Sale System to track, in real time, all marijuana throughout its lifecycle and through harvest, drying, trimming, curing, packaging and sale/ transfer. Records shall be maintained in full compliance with 935 CMR 500.105(8) and (9)

Transfer/ Transportation Logs

Transfer logs will include the amount and type of marijuana product transferred, the date of the transfer, in addition to the full name of the person(s) who are transferring and receiving the marijuana product. All transported Marijuana Products shall be linked to the Seed-to-Sale SOR and all activity shall be video recorded and otherwise documented in compliance with 935 CMR 500.105(13)

Waste Disposal

An electronic record of marijuana waste disposal shall be maintained for at least three years in accordance with 935 CMR 500.105(12)(d).

Other Records

Other records that will be kept include but are not limited to: quality control and testing reports, maintenance/cleaning/sanitation logs, as well as a record of any inspections conducted at the facility. We will also always maintain a visitor log, which includes the full name of the visitor, the date and time and duration of the visit, as well as the reason for the visit.

The examples provided are not exhaustive. Any other records not listed will also be maintained.

Roles and responsibilities

Financial records will be kept by the CFO. All other records will be kept by the CEO.

Additional Procedures

CastleRock shall maintain its records in accordance with generally accepted accounting principles.

Written procedures shall be maintained as required by 935 CMR 500.105(1).

The following personnel records shall be maintained:

- Job descriptions for each agent;
- A personnel record for each agent;
- A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

The following business records shall be maintained:

- Assets and liabilities;
- Monetary transactions;
- Book of accounts;
- Sales records; and
- Salary and wages paid to each employee

CastleRock Agricultural Enterprises Incorporated

Diversity Plan

Introduction

CastleRock's CEO and majority owner, Tom Egan, is himself a person with a disability: significant lifelong right hemiparesis secondary to cerebral palsy. As such, he has himself experienced repeatedly, and overcome repeatedly, prejudice and unjust denial of opportunity, as other members of the five groups covered by this Diversity Plan endure, and strive to do every day. Mr. Egan and the CastleRock management team are personally and fiercely committed to building a diverse team and an equitable and inclusive culture and work environment at CastleRock, and to promoting equity and inclusivity in the adult-use marijuana industry in Massachusetts.

To ensure a successful Diversity Plan; one that works, and has measurable, provable outcomes, we first examined and acknowledged the nature of our particular operations and the local community in which we will operate. As a prospective Outdoor Cultivator, CastleRock will operate as a farm, using relatively low-tech but proven and environmentally friendly methods. We anticipate that our workforce size will be small relative to other operators and segments of the industry. Our labor needs will vary with the lifecycle of the plants and with the seasons. Our employees, including the executive/ management staff, will all perform multiple "jobs", working as a team, rather than having a single, narrowly defined "job description" such as "sales associate" or "production technician" as may be found in larger organizations. CastleRock will be located in Barre, Massachusetts. Barre is rural, with a small population dispersed over a large area. The populace is generally older, and is culturally and ethnically homogenous (approximately 95% white.) Our Diversity Plan aims to overcome these inherent obstacles.

Purpose

To build a strong, diverse team of employees at CastleRock, and to facilitate the full, active and successful participation of minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientations, in all aspects of the adult-use marijuana industry in Massachusetts.

Goals, Methods and Metrics

1. CastleRock will work to ensure that, within 1 year of receiving its provisional license, no less than 50% of its total workforce will be minorities, women, veterans, people with disabilities, LGBTQIA+ individuals, or persons who are members of more than one of these groups simultaneously. Specifically, CastleRock shall strive to hire at least: 10% women, 10% minorities, 10% veterans, 10% people with disabilities, 10% LGBTQIA+ individuals. CastleRock shall provide documentation of its progress to the Commission by one year from provisional licensure.

Within Barre, we will seek appropriate candidates through advertisements in the Barre Gazette (newspaper), local access cable TV, and our extensive local social network. Advertisements shall state that CastleRock is specifically seeking female, minority, veteran, disabled and LGBTQIA+ employees.

To access a much larger pool of appropriate candidates, CastleRock will also recruit extensively in Worcester and surrounding communities. We will engage with state and local employment organizations such as MassHire Worcester Career Center, and attend and present at relevant job fairs and marijuana industry events. Additionally, we will recruit through print-based media and web-based recruitment platforms such as indeed.com, ziprecruiter.com and Leafly.com. CastleRock shall advertise available positions continuously on web-based platforms and monthly in print and online publications. As we engage these additional recruitment avenues, CastleRock shall state that it is specifically seeking female, minority, veteran, disabled and LGBTQIA+ employees. While CastleRock will certainly welcome candidates from other diverse metropolitan areas such as Boston, Holyoke and Springfield, we choose to initially focus on Greater Worcester since it is the closest metropolitan area to Barre, providing the easiest commute for employees who may chose not to relocate to Barre.

CastleRock will scrupulously document its recruitment efforts, and will count the number of individuals hired who are women, minorities, veterans, persons with disabilities, and LGBTQIA+ individuals. This number will be assessed from the total number of individuals hired to ensure that 50% of all individuals hired fall within this goal. CastleRock shall provide that data to the Cannabis Control Commission on at least an annual basis. CastleRock will internally review its efforts and results on a quarterly basis, amending and adjusting its recruitment program as needed to achieve its goals.

Of note, CastleRock projects its executive staff to number four or five persons. Of the three executives currently on board, one (T. Egan) has a disability and one (Y. Egan) is female. We are actively negotiating with another candidate with a disability, for an executive position, and are confident that at least 60% of executive staff will identify as a member of the five groups covered by the Diversity Plan.

2. CastleRock will create a safe, accepting, inclusive, collaborative and respectful work environment.

In order to ensure success, CastleRock will request that employees complete annual engagement surveys eliciting feedback on the work environment at CastleRock. Executive staff will hold weekly “huddle” meetings with all employees to address in real time, ongoing, evolving concerns and ideas for improvement. Additionally, employees will be provided a channel to provide anonymous feedback to the executive staff. Employees will receive annual training to promote recognition and understanding of the importance of cultural sensitivity, diversity and inclusion in the workplace. Executive staff will participate in annual training emphasizing diversity, equity and inclusion best practices in recruitment outreach strategies and workplace operations. Specific topics for annual training shall include, but may not be limited to: Different Aspects of Diversity, Cross-Cultural Awareness and Competency, Unconscious Bias, Avoiding Stereotypes, Ethics, Respect and Inclusion, Team Building, and Conflict Resolution. At least 12 training sessions will be held per year (at least 1 per month.) 100% of staff will complete the training cycle by the end of their first year of employment with CastleRock.

CastleRock shall document all training efforts, employee satisfaction results, remediation efforts and results addressing any significant employee concerns, and provide that data to the Cannabis Control Commission on at least an annual basis. Internally, CastleRock shall review its efforts and results on a quarterly basis, and adjust its plans as needed to ensure success.

3. CastleRock seeks to promote and facilitate diversity, equity, and economic success for minorities, women, veterans, people with disabilities and people of all sexual identities and orientations, in the larger arena of the adult-use marijuana industry in Massachusetts, beyond the scope of CastleRock's own operations.

We the owners and executives at CastleRock have witnessed the emergence and proliferation of large, well-capitalized, vertically integrated operations in the adult-use marijuana industry in Massachusetts and elsewhere in the country. While we recognize the validity of this business model, and understand that the drive for profits is central to any business endeavor, we believe that the legalization of adult-use marijuana in Massachusetts was driven by a common desire to provide new avenues for economic advancement and success to small, local entrepreneurs, particularly those from disenfranchised groups, to address the vast societal damage wrought by the "War on Drugs," and to a lesser extent, contribute to the revitalization of local agriculture in our state.

As a Tier 11 Outdoor Cultivator, CastleRock will strive to support those goals by preferentially seeking to supply wholesale marijuana to licensed processors and retailers owned by, and or employing significant numbers of minorities, women, veterans, people with disabilities and LGBTQIA+ individuals, with a goal of 25% of our customers meeting these criteria by the end of Year 1 operations, and 50% by the end of Year 2. Additionally, in meeting its own operational needs, CastleRock will preferentially seek to do business with contractors, suppliers and vendors owned by, and or employing significant numbers of minorities, women, veterans, people with disabilities and LGBTQIA+ individuals.

CastleRock will track its efforts and prove its results by collecting demographic data from its potential and actual customers, contractors and suppliers on a rolling basis and will supply that data to the Cannabis Control Commission on at least an annual basis. We will internally review our efforts on a quarterly basis and take steps to improve our results as needed.

Acknowledgements

CastleRock's Diversity Plan is meant to be an evolving document, designed to guide decisions and practices that ensure we are able to reach our goals described above. The Diversity Plan represents an initial approach to establishing a comprehensive management plan with goals and measures for inclusion and diversity. The Diversity Plan will be evaluated and modified, when necessary, as CastleRock evolves and matures.

CastleRock Agricultural Enterprises Incorporated acknowledges and is aware of, and will adhere to, the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment; and any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.