



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282091
Original Issued Date: 08/19/2020
Issued Date: 07/15/2021
Expiration Date: 08/19/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: MedMen Boston, LLC

Phone Number: 323-593-5110 Email Address: jcrowford@publicpolicylaw.com

Business Address 1: One State Street

Business Address 2: 15th Floor

Business City: Boston

Business State: MA

Business Zip Code: 02109

Mailing Address 1: One State Street

Mailing Address 2: 15th Floor

Mailing City: Boston

Mailing State: MA

Mailing Zip Code: 02109

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: Percentage Of Control: 100

Role: Executive / Officer

Other Role:

First Name: Thomas

Last Name: Lynch

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:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control:

Percentage of Ownership: 100

Entity Legal Name: MM Enterprises USA, LLC

Entity DBA:

DBA City:

Entity Description: Cannabis company that owns and operates vertically integrated cannabis facilities.

Foreign Subsidiary Narrative:

Entity Phone:

Entity Email:

Entity Website:

Entity Address 1:

Entity Address 2:

Entity City:

Entity State:

Entity Zip Code:

Entity Mailing Address 1:

Entity Mailing Address 2:

Entity Mailing City:

Entity Mailing State:

Entity Mailing Zip Code:

Relationship Description: Owner of MedMen Boston, LLC.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: MM Enterprises USA, LLC

Entity DBA:

Email: dan.edwards@medmen.com Phone: 323-593-5110

Address 1: 10115 Jefferson Blvd.

Address 2:

City: Culver City

State: CA

Zip Code: 90232

Types of Capital: Monetary/Equity Other Type of Capital: Total Value of Capital Provided: \$2000000 Percentage of Initial Capital: 100

Capital Attestation: Yes

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:

Owner Last Name:

Owner Suffix:

Entity Legal Name: MMNV2 Holdings I, LLC

Entity DBA:

Entity Description: Licensed Cultivation and Production

Entity Phone: 323-593-5110 Entity Email:

Entity Website:

dan.edwards@medmen.com

Entity Address 1: 12000 Truckee Canyon Ct

Entity Address 2:

Entity City: Sparks

Entity State: NV

Entity Zip Code: 89115

Entity Country: USA

Entity Mailing Address 1: 10115 Jefferson Blvd

Entity Mailing Address 2:

Entity Mailing City: Culver

Entity Mailing State: CA

Entity Mailing Zip Code:

Entity Mailing Country:

City

90232

USA

Business Interest in Other State 2

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: MMNV2 Holdings V, LLC				Entity DBA:	
Entity Description: Licensed Cultivation					
Entity Phone: 323-593-5110		Entity Email:		Entity Website:	
		dan.edwards@medmen.com			
Entity Address 1: 140 Inventors Place				Entity Address 2:	
Entity City: Sparks		Entity State: NV		Entity Zip Code: 89441	
				Entity Country: USA	
Entity Mailing Address 1: 10115 Jefferson Blvd				Entity Mailing Address 2:	
Entity Mailing City: Culver		Entity Mailing State: CA		Entity Mailing Zip Code:	
City				90232	
				Entity Mailing Country:	
				USA	

Business Interest in Other State 3

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: MMOF Vegas Retail, Inc.		Entity DBA: MedMen Paradise			
Entity Description: Licensed Dispensary					
Entity Phone: 323-593-5110		Entity Email:		Entity Website:	
		dan.edwards@medmen.com			
Entity Address 1: 4503 Paradise Rd, Suite 210-240				Entity Address 2:	
Entity City: Las Vegas		Entity State: NV		Entity Zip Code: 89169	
				Entity Country: USA	
Entity Mailing Address 1: 10115 Jefferson Blvd				Entity Mailing Address 2:	
Entity Mailing City: Culver		Entity Mailing State: CA		Entity Mailing Zip Code:	
City				90232	
				Entity Mailing Country:	
				USA	

Business Interest in Other State 4

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: MMOF Fremont Retail, Inc.			Entity DBA: MedMen Downtown Las Vegas		
Entity Description: Licensed Dispensary					
Entity Phone: 323-593-5110		Entity Email:		Entity Website:	
		dan.edwards@medmen.com			
Entity Address 1: 823 S 3rd St			Entity Address 2:		
Entity City: Las Vegas		Entity State: NV		Entity Zip Code: 89101	
			Entity Country: USA		
Entity Mailing Address 1: 10115 Jefferson Blvd			Entity Mailing Address 2:		
Entity Mailing City: Culver		Entity Mailing State: CA		Entity Mailing Zip Code:	
City				90232	
				Entity Mailing Country:	
				USA	

Business Interest in Other State 5

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Advanced Patients' Collective		Entity DBA: MedMen DTLA
Entity Description: Licensed Dispensary, Cultivation, and Distribution		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 735 S Broadway		Entity Address 2:

Entity City: Los Angeles	Entity State: CA	Entity Zip Code: 90014	Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd		Entity Mailing Address 2:	
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232	Entity Mailing Country: USA

Business Interest in Other State 6

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Desert Hot Springs Green Horizons, Inc.		Entity DBA:
Entity Description: Licensed Cultivation, Manufacturing, and Distribution		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 13332 Hacienda Ave		Entity Address 2:
Entity City: Desert Hot Springs	Entity State: CA	Entity Zip Code: 92240
		Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd		Entity Mailing Address 2:
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 7

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: The Compassion Network		Entity DBA: MedMen Venice
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 410 Lincoln Blvd		Entity Address 2:
Entity City: Venice	Entity State: CA	Entity Zip Code: 90045
		Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd		Entity Mailing Address 2:
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 8

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: MMOF San Diego Retail, Inc.		Entity DBA: MedMen San Diego
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 5125 Convoy St		Entity Address 2:
Entity City: San Diego	Entity State: CA	Entity Zip Code: 92111
		Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd		Entity Mailing Address 2:
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 9

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: The Source, Santa Ana	Entity DBA: MedMen OC	
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 2141 S Wright St	Entity Address 2:	
Entity City: Santa Ana	Entity State: CA	Entity Zip Code: 92705
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:	Entity Country: USA
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 10

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Venice Caregiver Foundation	Entity DBA: MedMen Abbot Kinney	
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 1310 Abbot Kinney Blvd	Entity Address 2:	
Entity City: Venice	Entity State: CA	Entity Zip Code: 90291
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:	Entity Country: USA
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 11

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Cyon Corporation	Entity DBA: MedMen Beverly Hills	
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 110 S Robertson Blvd	Entity Address 2:	
Entity City: Los Angeles	Entity State: CA	Entity Zip Code: 90048
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:	Entity Country: USA
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232
		Entity Mailing Country: USA

Business Interest in Other State 12

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Farmacy Collective	Entity DBA: MedMen WeHo	
Entity Description: Licensed Dispensary		
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:
Entity Address 1: 8208 Santa Monica Blvd	Entity Address 2:	
Entity City: Santa Monica	Entity State: CA	Entity Zip Code: 90046
		Entity Country: USA

Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:		
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232	Entity Mailing Country: USA

Business Interest in Other State 13

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: MedMen NY, Inc.	Entity DBA: MedMen New York		
Entity Description: Licensed Dispensary			
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:	
Entity Address 1: 1304 Buckley Road	Entity Address 2:		
Entity City: Syracuse	Entity State: NY	Entity Zip Code: 13212	Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:		
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232	Entity Mailing Country: USA

Business Interest in Other State 14

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: MedMen NY, Inc.	Entity DBA: MedMen New York		
Entity Description: Licensed Dispensary			
Entity Phone: 323-593-5110	Entity Email: dan@medmen.com	Entity Website:	
Entity Address 1: 52 South Union Road	Entity Address 2:		
Entity City: Williamsville	Entity State: NY	Entity Zip Code: 14221	Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:		
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232	Entity Mailing Country: USA

Business Interest in Other State 15

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: MedMen NY, Inc.	Entity DBA: MedMen New York		
Entity Description: Licensed Dispensary			
Entity Phone: 323-593-5110	Entity Email: dan.edwards@medmen.com	Entity Website:	
Entity Address 1: 2001 Marcus Ave.	Entity Address 2:		
Entity City: Lake Success	Entity State: NY	Entity Zip Code: 11042	Entity Country: USA
Entity Mailing Address 1: 10115 Jefferson Blvd	Entity Mailing Address 2:		
Entity Mailing City: Culver City	Entity Mailing State: CA	Entity Mailing Zip Code: 90232	Entity Mailing Country: USA

Business Interest in Other State 16

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: MedMen NY, Inc.	Entity DBA: MedMen New York	
Entity Description: Licensed Dispensary		

Entity Phone: 323-593-5110		Entity Email: dan.edwards@medmen.com		Entity Website:	
Entity Address 1: 433 Fifth Avenue				Entity Address 2:	
Entity City: New York		Entity State: NY		Entity Zip Code: 10016	
Entity Country: USA					
Entity Mailing Address 1: 10115 Jefferson Blvd				Entity Mailing Address 2:	
Entity Mailing City: Culver City		Entity Mailing State: CA		Entity Mailing Zip Code: 90232	
Entity Mailing Country: USA					

Business Interest in Other State 17

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: MedMen NY, Inc.				Entity DBA: MedMen New York	
Entity Description: Licensed Cultivation and Manufacturing					
Entity Phone: 323-593-5110		Entity Email: dan.edwards@medmen.com		Entity Website:	
Entity Address 1: 1113 Herkimer Road				Entity Address 2:	
Entity City: Utica		Entity State: NY		Entity Zip Code: 13501	
Entity Country: USA					
Entity Mailing Address 1: 10115 Jefferson Blvd				Entity Mailing Address 2:	
Entity Mailing City: Culver City		Entity Mailing State: CA		Entity Mailing Zip Code: 90232	
Entity Mailing Country: USA					

Business Interest in Other State 18

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

Owner First Name:		Owner Last Name:		Owner Suffix:	
Entity Legal Name: MM Enterprises USA, LLC				Entity DBA: MedMen	
Entity Description: Cannabis company that owns and operates vertically integrated cannabis facilities					
Entity Phone: 323-593-5110		Entity Email: dan.edwards@medmen.com		Entity Website:	
Entity Address 1: 10115 Jefferson Blvd				Entity Address 2:	
Entity City: Culver City		Entity State: CA		Entity Zip Code: 90232	
Entity Country: USA					
Entity Mailing Address 1: 10115 Jefferson Blvd				Entity Mailing Address 2:	
Entity Mailing City: Culver City		Entity Mailing State: CA		Entity Mailing Zip Code: 90232	
Entity Mailing Country: USA					

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Thomas		Last Name: Lynch		Suffix:	
Marijuana Establishment Name: MME Newton Retail LLC			Business Type: Marijuana Retailer		
Marijuana Establishment City: Newton			Marijuana Establishment State: MA		

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 120 Brookline Avenue	
Establishment Address 2:	
Establishment City: Boston	Establishment Zip Code: 02215
Approximate square footage of the establishment: 6745	How many abutters does this property have?: 20
Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes	
Date generated: 12/01/2021	

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	MedMen Boston Community Outreach Documentation .pdf	pdf	5c4f439b5d4b0b1b3ebbcd4e	01/28/2019
Plan to Remain Compliant with Local Zoning	MedMen Plan to Remain Compliant with Local Zoning.pdf	pdf	5c62f6b6d7a931124ee01bfd	02/12/2019
Certification of Host Community Agreement	MedMen Executed HCA Certification Form 120 Brookline Avenue.pdf	pdf	5c7031de5fd63c1b24eb5066	02/22/2019

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.: \$1

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	MedMen Boston PFPI RFI 3 Final.pdf	pdf	5e737c39f0445c357cb03fd2	03/19/2020

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role:	Other Role:
First Name: Thomas	Last Name: Lynch Suffix:
RMD Association: Not associated with an RMD	
Background Question: no	

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company	Other Role:
Entity Legal Name: MM Enterprises USA, LLC	Entity DBA:
Entity Description: Owner of MedMen Boston, LLC	
Phone: 323-593-5110	Email: dan.edwards@medmen.com
Primary Business Address 1: 10115 Jefferson Blvd.	Primary Business Address 2:
Primary Business City: Culver City	Primary Business State: CA Principal Business Zip Code: 90232
Additional Information:	

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Medmen Boston LLC Filed Articles of Organization and Conversion 2.7.19.pdf	pdf	5c88268ad7a931124ee057a4	03/12/2019
Bylaws	Operating Agreement_MedMen	pdf	5c994e4ab411c1126cf06bf8	03/25/2019

Boston_2.7.19.pdf					
Secretary of Commonwealth - Certificate of Good Standing	MedMen Boston LLC SOS CGS.pdf	pdf	5c994e60edbb73122a61aa7b	03/25/2019	
Department of Revenue - Certificate of Good standing	MedMen Boston LLC_MA Cert of Good Standing.pdf	pdf	5dcc74dea9ef3857c44593f3	11/13/2019	

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date	
Department of Unemployment Assistance - Certificate of Good standing	Dept. of Unemployment Assistance .pdf	pdf	60d9ec8184f3fe0296c3ea81	06/28/2021	
Secretary of Commonwealth - Certificate of Good Standing	MedMen Boston SOS Cert 2021.pdf	pdf	60d9ecc87a4b3b034a67d925	06/28/2021	
Department of Revenue - Certificate of Good standing	MedMen Boston DOR MA Letter of Good Standing, 2021.pdf	pdf	60db4424629ad9037af1d0c9	06/29/2021	

Massachusetts Business Identification Number: 001367654

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date	
Plan for Liability Insurance	MedMen Liability Insurance Plan.pdf	pdf	5c62eb4ec4b7a71b66d11504	02/12/2019	
Business Plan	MedMen Persons with Authority Memo 3.18.2020.pdf	pdf	5e737ccdb014bf38e46caaa2	03/19/2020	
Business Plan	MedMen Boston Business Plan&Pro Forma UPDATE.pdf	pdf	5e94beba1cdd2e3910a54885	04/13/2020	
Proposed Timeline	MedMen Boston Proposed Timeline Renewal 2021.pdf	pdf	60d0a5ce84f3fe0296c3c9f0	06/21/2021	

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date	
Dispensing procedures	Dispensing Procedures_final.pdf	pdf	5c62eeafeadf341230f662eb	02/12/2019	
Transportation of marijuana	MedMen Boston Transporation Plan_final.pdf	pdf	5c62eee5635d511b3474e606	02/12/2019	
Inventory procedures	Retail Inventory Procedures_final .pdf	pdf	5c62eef78d16491b5c0f6bb8	02/12/2019	
Plan for obtaining marijuana or marijuana products	Retail Plan for Obtaining Marijuana or Marijuana Products_final .pdf	pdf	5c62ef28d7a931124ee01bd9	02/12/2019	
Prevention of diversion	Retail Prevention of Diversion_final .pdf	pdf	5c62ef363183181258e1992a	02/12/2019	
Quality control and testing	Retail Procedures for Quality Control and	pdf	5c62ef433779161b2a871cde	02/12/2019	

	Testing_final .pdf			
Qualifications and training	Retail Qualifications and Training_final .pdf	pdf	5c62ef5a635d511b3474e60a	02/12/2019
Record Keeping procedures	Retail Record Keeping Procedure_final .pdf	pdf	5c62ef679ff0081b48218ebd	02/12/2019
Separating recreational from medical operations, if applicable	Retail Separating Recreational from Medical Operations_final.pdf	pdf	5c62ef7fedbb73122a615413	02/12/2019
Storage of marijuana	Retail Storage of Marijuana_final .pdf	pdf	5c62ef8b3d84de123a60fca2	02/12/2019
Security plan	MedMen Boston Security Plan UPDATE.pdf	pdf	5dcc75f4a9ef3857c44593fa	11/13/2019
Restricting Access to age 21 and older	MedMen Boston Restricting Access to 21 UPDATED.pdf	pdf	5dcc76080f35e05798b36c4f	11/13/2019
Dispensing procedures	MedMen Boston Dispensing Procedures UPDATED.pdf	pdf	5dcc7617fd468857b99bbe9a	11/13/2019
Personnel policies including background checks	MedMen Boston Personnel Policies UPDATED.pdf	pdf	5dcc763366a32657cfbdaa2c	11/13/2019
Maintaining of financial records	MedMen Boston Financial Records UPDATED.pdf	pdf	5dcc7649170b4c5353e39e8c	11/13/2019
Energy Compliance Plan	MedMen Boston Energy Plan.pdf	pdf	60d0a678da52e3026d45ca9b	06/21/2021
Diversity plan	MedMen Boston Updated Diversity Plan 2021.pdf	pdf	60d0b4487a4b3b034a67b909	06/21/2021

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

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 Agree

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 Agree

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: See
attached

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: See
attached

HOURS OF OPERATION

Monday From: 10:00 AM	Monday To: 7:00 PM
Tuesday From: 10:00 AM	Tuesday To: 7:00 PM
Wednesday From: 10:00 AM	Wednesday To: 7:00 PM
Thursday From: 10:00 AM	Thursday To: 7:00 PM
Friday From: 10:00 AM	Friday To: 7:00 PM
Saturday From: 10:00 AM	Saturday To: 7:00 PM
Sunday From: 11:00 AM	Sunday To: 6:00 PM

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, **Morgan Sokol**, attest as an authorized representative of **Medmen Boston, Inc.** 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 **9/27/2018**.
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 **9/17/2018**, 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 **9/14/2018** 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 **9/14/2018**, 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*).

5. Information was presented at the community outreach meeting including:
 - a. The type(s) of Marijuana Establishment to be located at the proposed address;
 - b. Information adequate to demonstrate that the location will be maintained securely;
 - c. Steps to be taken by the Marijuana Establishment to prevent diversion to minors;
 - d. A plan by the Marijuana Establishment to positively impact the community; and
 - e. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.
6. Community members were permitted to ask questions and receive answers from representatives of the Marijuana Establishment.

Notice of Public Meeting

Notice is hereby given that a Community Outreach Meeting for a Proposed Retail Marijuana Establishment is scheduled for:

Date: Thursday, September 27th, 2018
 Time: 6:30PM
 Location: Fenway Community Center, 1282 Boylston St,
 Boston, MA 02215

The Proposed Retail Marijuana Establishment is anticipated to be located at:

120 Brookline Avenue, Boston, MA, 02215

There will be an opportunity for the public to ask questions.

If you have any questions about this meeting or have comments about the proposal please contact:

Yissel Guerrero
 Mayor's Office of Neighborhood Services
 Yissel.Guerrero@boston.gov
 617-635-2679

Please note, the city does not represent the owner(s)/developer(s)/attorney(s). The purpose of this meeting is to get community input and listen to the residents' positions on this proposal. This flyer has been dropped off by the proponents per the city's request.

Sept 17

GOOD NEWS

Home Delivery of the Boston
 throughout Massachusetts a

Call 1-800-882-1211 for details.

NEWS BRIEFS (from pg. 22)

Oct. 3, from 7-8:30 p.m. at the Community Music Center of Boston, 537 Tremont St.

Details on the agenda will follow in a few weeks, but it will include these items:

*Consideration of the proposed development project for 24 Union Park

*Discussion of the proposal to open a medical marijuana facility close to our neighborhood

*A presentation and update on the development at the site of the former Flower Exchange on Albany Street

*A 'State of the Park' discussion regarding the care and maintenance of Union Park.

•The South End Forum Opiate Working Group will meet on Tuesday, Oct. 16, at 4 p.m. in the Hampto Inn on Mass/Cass.

•The East Berkeley Neighborhood Association (EBNA) cancelled its September meeting to observe Yom Kippur, and will resume its regular schedule in October. Next meeting will be on Oct. 16 at 6:30 p.m. They will have a Development Update from The Abbey Group, the proponents of Exchange South End. Also plan on a discussion about the 200 Shawmut Ave. parking lot at the corner of Shawmut and East Berkeley regarding their bid to continue operating as a parking lot. Location TBA.

•The Ellis South End Neighborhood Association Board of Directors will meet on Tuesday, Sept. 25, at 6:30 p.m. at One Chandler Street.

•The Blackstone Franklin Square Neighborhood Association has moved its meeting to Thursday, Sept. 27, at the D-4 Police Station. They will have a presentation from the Liberty Compassionates marijuana store proposal on Albany Street.

•The Worcester Square Area Neighborhood Association (WSANA) will have its monthly meeting on Tuesday, Sept. 27, at 7 p.m. The meeting will still take place at 88 E. Newton, but will likely move soon as the building has been purchased by the state for the Shattuck Campus.

•Friends of Childe Hassam Park has unveiled a fun fall full of events in the park. First, there is a public art installation by Rosa Weinberg in the park. There will also be several art in the park events as well. Sept. 22, Romula Sept. 29, Laura Bravo; Oct. 1, Liliana Marquez; and Oct. 18,

Jessica Perry Lang. All events are 3-6 p.m.

FENWAY TIMES

•New summer hours for Fenway Community Center. Monday through Saturday open 10 a.m. to 2 p.m. Tuesday and Thursday, also open 5-8 p.m. Closed Sunday.

•Upcoming Fenway Park Events: Saturday, Nov. 10 and Sunday, Nov. 11 —Spartan Race, 10,000 expected, times TBA

Saturday, Nov. 17 —"The Game" Harvard v. Yale, 35,000 expected, noon -3:30 p.m.

RED SOX NEIGHBORHOOD COMMUNITY MEETING OCT. 1

Before the baseball post-season kicks into full gear, we'd like to invite you to a neighborhood meeting here at Fenway Park. As with our previous meetings over the years, we will provide updates on our events and operations, and offer you the chance to ask questions and provide any feedback and suggestions that you have. We hope that, despite the relatively short notice, you'll be able to join us. The meeting is open to all, and food and beverages will be served. If you plan to attend, please RSVP to Claire at cdurant@redsox.com.

Monday, Oct. 1; doors open at 6 p.m., formal meeting program 6:30-7:30 p.m. at the Wheels Up Clubhouse—72 Brookline Ave.

JUNIOR LEAGUE OF BOSTON EVENTS

•Nov. 10 - Moonlight Masquerade, Aloft Boston Seaport
The night will include dancing, drinks and a raffle to raise funds for the League's community programs.

•Feb. 28, 2019-March 2, 2019 LBDI (Little Black Dress Initiative), Kick off TBA. LBDI is an advocacy campaign that seeks to raise community awareness on the issues of poverty in Boston. During the week, LBDI advocates will wear the same black dress for five consecutive days to illustrate the effects poverty can have on a woman's access to resources, her confidence and professional opportunities.

•March 30, 2019 - Annual Charity Gala, JFK Museum.

EVERYTHING GOES

On Monday, Sept. 10, at 5:15 p.m., a victim entered the District 4 station and reported that he was the victim of a robbery outside Sonsie at 327 Newbury St.

Between midnight and 1 a.m., the victim said two unknown suspects approached him at that location and demanded all his belongings. The victim then handed over a backpack, a U.S. passport, a Global Entry card, a driver's license, a boating license, two credit cards, a debit card, keys, an iPhone 10, a Swiss Army knife and \$100 cash. No weapons were shown during the robbery.

At around 4:21 a.m., the suspects apparently charged \$100 worth of merchandise on victim's Chase debit card at CVS Pharmacy on Boylston Street, and at about 7 a.m., the same card was used at a McDonalds restaurant for an unknown amount.

The victim also canceled his credit cards, although no activity

was reported on them.

NEEDLE IN A HAYSTACK

On Tuesday, Sept. 11, at around 10:10 p.m., an officer conducting an exterior sweep of the Southwest Corridor observed a female suspect sitting on a wall in the rear of 130 Dartmouth St. and approached her to ask her to leave the area because its private property when he noticed a bag of syringes.

The officer asked the woman if she is diabetic, and she responded she isn't. The officer then observed one of the syringes was filled with a tan, powdered substance, as well as a capful of the same substance sitting next to a bottle of water.

When the officer asked what the syringes contained, the woman admitted the substance was heroin. The officer then placed the suspect in handcuffs.

The woman will be summonsed to court on charges of possession of a Class A substance.

Meanwhile, the syringes were disposed of in a sharps box, and the drugs were logged in as evidence.

BRA BANDITS

On Sunday, Sept. 16, at around 6:06 p.m., an officer responded to a larceny report at Victoria's Secret at 82 Newbury St.

Upon arrival, the officer spoke to the store manager who said two female suspects entered the store and stole between 60 and 80 bras before fleeing.

The manager followed the suspect outside, where he observed them enter a Honda Accord with tinted windows, which fled out-bound on Newbury Street.

The manager provided the police with a surveillance video, as well as a photo of the getaway vehicle he took

PARK (from pg. 20)

Marathon bombing and died in a tragic accident overseas in 2016.

"There are people that talk, and people that do. The mayor and the president, they're doers," said Victoria's father, Jim McGrath, whose family oversees a foundation in her name. "Maybe Victoria can reflect God's light and love on the children that are going to benefit."

The park is named for Sgt. William E. Carter, an African-American veteran of the Spanish American War and World War I who was killed in action in France in 1918. In the 1950s the players who shot baskets at Carter Playground included Martin Luther King, Jr., a Boston University graduate student who was remembered for playing in street shoes rather than sneakers. A decade later, King led the 1965 civil rights march to the Boston Common from Carter Playground.

"Both of these legendary figures," said Walsh of Carter and King, "would be proud to know what this park looks like today, and what this park stands for today."

Local teams and athletes have access to the park, which continues to be run by the City even as the university takes responsibility for its maintenance. Northeastern students and their club teams will also benefit from access to the

facilities. While the players of Northeastern's soccer club were running laps around the new field during a recent practice, they were greeted with high-fives by local kids from South End Soccer - a scene representative of the relationship between the university and its city, according to Sean McIntyre.

"I'm extremely excited about these new fields for club sports, because it represents a massive improvement in the quality of our training," McIntyre, a fifth-year soccer player, told the audience. "Carter leaves us several levels higher than where we used to be."

The ceremony amounted to a milestone renewal of the park's history and traditions. Some 90 years ago the park was littered with rocks and grass, which did not prevent teams of high-school-aged football players from drawing large crowds at the expense of their sore and scratched knees. Satchel Paige, the legendary baseball Hall-of-Famer, once pitched at Carter Playground. In winter the park was converted into a natural skating rink.

Aoun and Walsh were intent on crediting each other.

"He said, 'Let's dream together,'" Aoun said of the mayor. "His vision was very simple. He said, 'This community needs recreation. I'm not happy with what we have,

let's do it better.' That was his challenge."

Walsh, in an interview, cited Northeastern's financial commitment to the park.

"This is about the growth and advancement of the school, which in turn benefits the community who has been fighting for this for so long," Walsh said. "What that allows us in the city to do is make investments in other places."

The star of the day was the facility itself. The pristine turf fields were set off by bright boundaries of white, red, blue and yellow, denoting the variety of sports to be served. The speakers stood in the center circle of one of the fields, against a backdrop of Back Bay skyscrapers set off by the cloudless blue sky. To their right the commuter and subway trains rolled by, much as in the old days when young users of the park would gather by the platform and wave at the passing riders.

The rugged past had given birth to this immaculate present. For the teams of young athletes from the university and the city who filled out the audience on Friday, the story of renewal was of secondary importance. They were simply looking forward to their next game.

Greg St. Martin contributed to this report.

LEGAL NOTICE

Notice of Public Meeting

Notice is hereby given that a Community Outreach Meeting for a Proposed Retail Marijuana Establishment is scheduled

for:
Date: Thursday, September 27th, 2018
Time: 6:30PM
Location: Fenway Community Center,
1282 Boylston St, Boston, MA 02215
The Proposed Retail Marijuana

Establishment is anticipated to be located at:
120 Brookline Avenue, Boston, MA, 02215
There will be an opportunity for the public to ask questions.

If you have any questions about this meeting or have comments about the proposal please contact:
Yissel Guerrero
Mayor's Office of Neighborhood Services
Yissel.Guerrero@boston.gov

617-635-2679
Please note, the city does not represent the owner(s)/developer(s)/attorney(s).
The purpose of this meeting is to get community input and listen to the residents' positions on this proposal.

This flyer has been dropped off by the proponents per the city's request.

9/20/18
BS



Notice of Public Meeting

Notice is hereby given that a Community Outreach Meeting for a Proposed Marijuana Establishment is scheduled for:

Date: Thursday, September 27th, 2018

Time: 6:30PM

**Location: Fenway Community Center, 1282 Boylston St,
Boston, MA 02215**

The Proposed Marijuana Establishment is anticipated to be located at:

120 Brookline Avenue, Boston, MA, 02215

There will be an opportunity for the public to ask questions.

If you have any questions about this meeting or have comments about the proposal please contact:

Yissel Guerrero
Mayor's Office of Neighborhood Services
Yissel.Guerrero@boston.gov
617-635-2679

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If you have any questions about this meeting or have comments about the proposal please contact:

Yissel Guerrero

Mayor's Office of Neighborhood Services

Yissel.Guerrero@boston.gov

617-635-2679

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Plan to Remain Compliant with Local Zoning.

The purpose of this plan is to outline how MedMen Boston, LLC, (“MedMen”) is and will remain in compliance with local codes, ordinances and bylaws for the physical address of the Marijuana Retailer at for 120 Brookline Avenue, Boston, 02215 which shall include, but not be limited to, the identification of any local licensing requirements for the adult use of marijuana.

120 Brookline Avenue is located in the Fenway Neighborhood Zoning District (Fenway Triangle NDA Zoning Sub-District) and properly zoned pursuant to the Boston Zoning Commission’s Text Amendment NO. 432. There are no other codes, ordinances, or bylaws relative to the Marijuana Retailer.

In addition to MedMen remaining compliant with existing Zoning Ordinances; MedMen will continuously engage with City of Boston officials to remain up to date with local zoning ordinances to remain fully compliant. MedMen will comply with any and all zoning conditions placed upon the operation. If, at any time, we plan to expand or relocate, we will follow all applicable zoning regulations. Should we deem it necessary, we will utilize the services of local counsel in order to ensure our compliance with local zoning regulations.

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

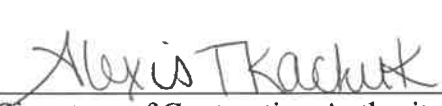
I, Adam Bierman, (*insert name*) certify as an authorized representative of MedMen Boston, LLC (*insert name of applicant*) that the applicant has executed a host community agreement with City of Boston (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on February 7, 2019 (*insert date*).



Signature of Authorized Representative of Applicant

Host Community

I, Alexis Tkachuk, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for the City of Boston (*insert name of host community*) to certify that the applicant and the City of Boston (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on February 7, 2019 (*insert date*).



Signature of Contracting Authority or
Authorized Representative of Host Community

June 1, 2021

SENT VIA EMAIL

Commissioner Kathleen M. Joyce, Chair
Lesley Hawkins, Executive Secretary
Licensing Board of the City of Boston
Boston City Hall
1 City Hall Plaza, Room 809
Boston, MA 02201

RE: MedMen Boston, LLC

Dear Chair Joyce and Ms. Hawkins,

As you know, MedMen Boston, LLC (“MedMen”) currently holds a Retail Marijuana Establishment license, as issued by the Cannabis Control Commission (“CCC”), located at 120 Brookline Avenue in Boston. Pursuant to 935 CMR 500.103(4), MedMen must submit an application for the annual renewal of its license to operate in Boston to the CCC. As a condition of that renewal, the CCC has required that we request from Boston, our host community, the records of any cost to the city anticipated or actual, resulting from the operation of our Retail Marijuana Establishment.

In order to comply with this condition of our renewal, we are submitting to your office our formal request for records of any cost incurred by the City of Boston over the past year as a result of our operations. Please send any documentation to by mail or e-mail to:

MedMen Boston, LLC
c/o Jennifer K. Crawford
Smith, Costello & Crawford
One State Street, 15th Floor
Boston, MA 02109
jcrawford@publicpolicylaw.com

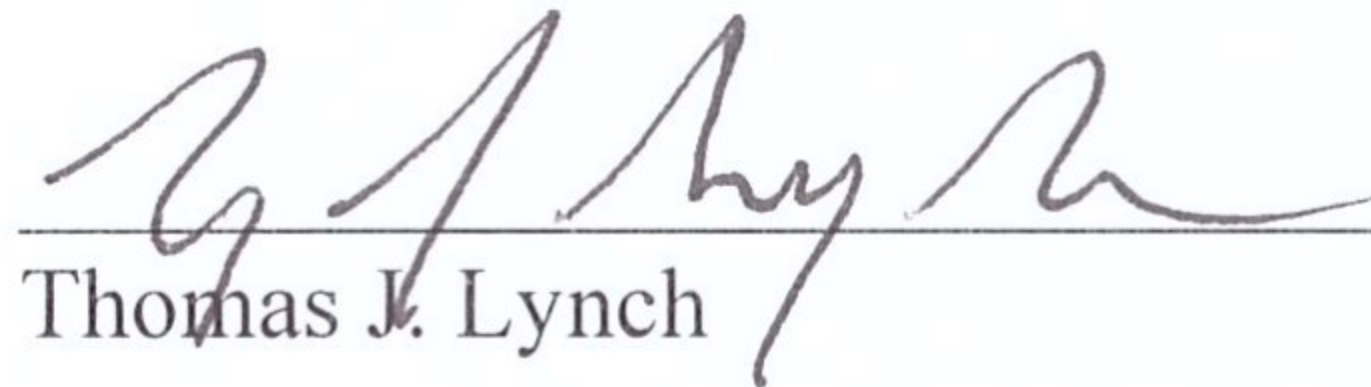
Please note that in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a Marijuana Establishment shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26. We thank you for your attention to this matter. Please do not hesitate to reach out should you have any questions.

Sincerely,

Jennifer K. Crawford, Esq.

Affidavit of No Response to Municipal Cost Letter

I, Thomas Lynch, as Manager of MedMen Boston, LLC hereby certify that on June 15, 2021, MedMen Boston, LLC sent formal notice to the City of Boston requesting from our host community records of any cost to the city or town reasonably related to the operation of the establishment. As of June 19, 2021, MedMen Boston, LLC has not received a response from the City of Boston related to this request.



Thomas J. Lynch

_____June 21, 2021

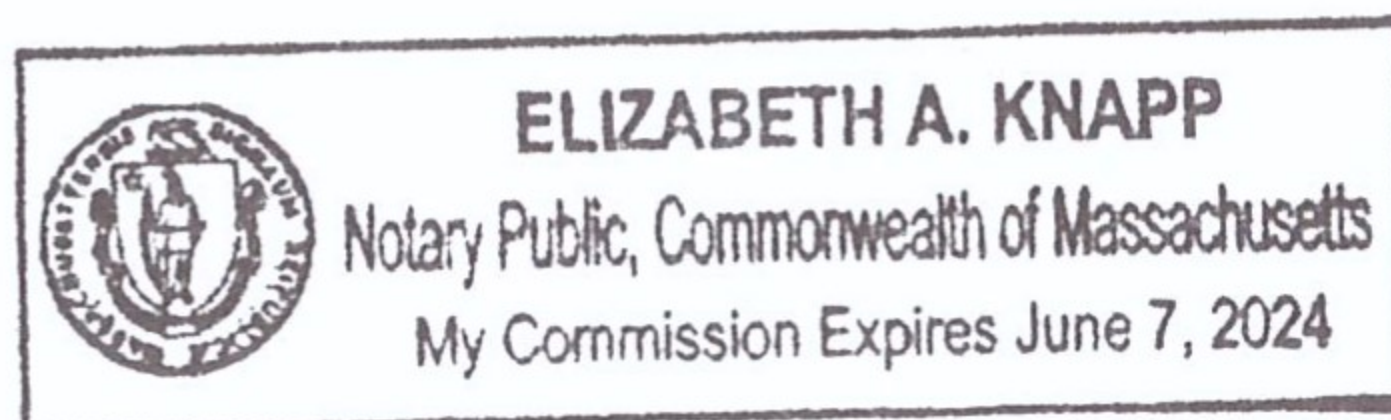
STATE OF Massachusetts

COUNTY OF Worcester

On this 21 day of June, 2021, before me, the undersigned notary public, personally appeared Thomas J. Lynch satisfactory evidence of identification, which was a valid Massachusetts driver's license, to be the person whose name is signed on the preceding or attached document and acknowledged to me that he signed it voluntarily for its stated purpose.

 (official signature and seal of notary)

My commission expires: June 7, 2024



Plan for Positive Impact

While MedMen Boston, LLC's (together with MedMen's other proposed Retail Establishment, known collectively as "MedMen" in this document) proposed Boston property for its Marijuana Retailer Establishment is not located within an identified area of disproportionate impact, MedMen is fully committed to dedicating significant resources to areas of the City of Boston that have been identified as areas of disproportionate impact. MedMen will partner with community members, community-based organizations, academic, medical, and research institutions to identify organizations and programs which will benefit disproportionate impact areas and populations within Boston. MedMen also intends to implement a rigorous local hiring program in partnership with its significant support of the launch of The CultivatED Program, together, which will set a high bar for community-based and inclusive hiring at all levels from hourly entry level positions to salaried management positions. Beyond the specifically designated areas, MedMen will address the needs of those most directly and negatively impacted by Massachusetts' failed cannabis prohibition and support partners who assist people experiencing substance abuse rehabilitation.

Proposed Initiatives

Goal #1: Attract individuals from disproportionately impacted areas and communities to ensure inclusion in the cannabis industry.

Proposed Initiatives: MedMen will strive to build a workforce that is represented by individuals from areas and communities of disproportionate impact. This Plan Population includes those individuals residing in areas designated by the Commission as areas of disproportionate impact, such as specific census tracts in Boston, Massachusetts residents with past drug convictions or Massachusetts residents with parents or spouses who have past drug convictions. MedMen will work to hire at least 30% of its workforce from this Plan Population.

Programs such as the CultivatED Program will assist us in achieving this goal. A coalition driven by a public-private partnership between the Massachusetts Association of Community Colleges, Roxbury Community College, Greater Boston Legal Services, the Urban League of Eastern Massachusetts, the Commonwealth Dispensary Association, Lawyers for Civil Rights Boston, and the state's leading cannabis industry members, including MedMen, the CultivatED Program will select a class of fellows representing those individuals most directly impacted by the nation's failed War on Drugs. Fellows will receive full-scholarship awards, gaining them access to individualized pro bono legal services, a college-level educational program higher, workforce training, fully paid and benefited co-operative learning and externship rotations in the cannabis industry for educational credit hours, and job placement upon completion of the program. A true jail-to-jobs program, the CultivatED Program's goal is to provide a continuum of support, from individualized legal services and record expungement, to specialized industry-related education, as well as workforce development opportunities during and after the program, which will prepare program fellows to enter the workforce with the tools needed to excel at all levels.

MedMen served as a founding partner of the CultivatED Program, supporting its creation with a donation of \$25,000, while providing critical content, contact, and in-kind supports. Additionally, a MedMen representative will be serving as one of CultivatED's inaugural co-chairs of the Board of Overseers which will be charged with overseeing and supporting the creation of the Program's

MedMen Boston, LLC

Application of Intent

curriculum, program development and measurement criteria, and fellow selection criteria and process. MedMen looks forward to hosting CultivatED's fellows, as well as hiring from CultivatED's classes, as MedMen seeks to meet its stated diversity and inclusionary goals.

During the 2019-2020 school year, a pilot program will be initiated on the campus of Roxbury Community College. The initial phase will serve as proof of concept for a full-fledged project that will attract funding from third parties with the aim of executing the program at full scale for the 2020-2021 school year. At all times, MedMen 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.

Metrics: MedMen will keep records of the number of individuals hired from the Plan Population in an effort to demonstrate progress toward our goal. MedMen will also keep records of its financial commitment to the CultivatED Program and those who have been hired and assisted as a result of said program. These records will allow MedMen to demonstrate progress toward its goals to the Commission upon the annual renewal of its license. These metrics will be outlined in a comprehensive report that will be completed 60 days prior to our annual license renewal to the Cannabis Control Commission.

Goal #2: Assist in support workforce development and economic empowerment for those impacted by cannabis prohibition.

Proposed Initiative: MedMen has partnered with Green Soul Organics Community Development Foundation ("GSO Foundation"), a new Massachusetts-based nonprofit focused on workforce development and economic empowerment for those most negatively impacted by cannabis prohibition. As part of this partnership, MedMen has committed to donating 0.5% of its annual gross revenue to GSO Foundation, with a \$1,000,000.00 cash advance. Additionally, MedMen will work with GSO Foundation on an ongoing basis to gather additional local economic support. Please see attached letter of support.

Metrics: MedMen will keep records of its financial contribution to this program. These records will allow MedMen to demonstrate progress toward its goals to the Commission upon the annual renewal of its license. These metrics will be outlined in a comprehensive report that will be completed 60 days prior to our annual license renewal to the Cannabis Control Commission.

Goal #3: Provide plug and play curriculum to GSO Foundation and its cohorts of individuals to assist and support social equity and empowerment applicants who are seeking entrance into the cannabis industry in Massachusetts as business owners, as well as to assist and support individuals disproportionately impacted by the War on Drugs secure careers in the cannabis industry.

Proposed Initiative: MedMen has provided the GSO Foundation its written curriculum for social equity applicants to learn how to best prepare for and win merit-based competitive cannabis licenses. The targeted audience are executive level social equity candidates looking to apply for cannabis license and operate their own marijuana business.

Curriculum Overview

- Week 1: History of cannabis, difference between federal and state law, regulations 101, social equity programs 101, building your power map and network

MedMen Boston, LLC

Application of Intent

- Week 2: Discuss regulations and understand the different regulatory programs throughout the US. Identify the differences between statutes and regulations
- Week 3: Understand the hidden factors of starting a cannabis business such as how to market and advertise your business while following strict regulations, how to find compliant real estate with sensitive use receptors, what it costs to start a cannabis business
- Week 4: Discuss different license types available, understand all aspects of the supply chain, discuss organized labor's role in the industry, and community engagement strategies
- Week 5: How to access financing, how to vet partnerships/joint ventures, types of legal counsel needed, how to protect yourself against predatory arrangements, how to form a business entity, understand 280E taxation
- Week 6: How to build a culture of compliance within your organization, learn how to navigate a CUP process
- Week 7: Planning out your application writing plan, leveraging your professional network, identifying your board, marketing yourself in the application
- Week 8: Writing your business plan, what sets your business apart. Financial projections and building your budget
- Week 9: Workshopping your application with peers
- Week 10: Graduation, creating peer groups to work on applications together

MedMen is also providing GSO Foundation 18 hours of online content to train individuals seeking retail career opportunities in the cannabis industry. This content will be delivered through MedMen's Learning Management Software over computers or iPads, at the speed of the individual learner.

Curriculum Overview:

- The Cannabis Plant: 3 hours, classifications of the cannabis plant, anatomy of the plant, role of trichomes, difference between indoor and outdoor grow, types of strains
- The Science of Cannabis: 3 hours, types and usages of cannabinoids, CBD and THC deep dive, Endocannabinoid System
- Terpenes and Therapeutic Effects: 2 hrs, terpenes
- Types of Products: 3 hours, flower, concentrates, vapes, tinctures, oils, sublinguals, edibles, topicals
- Dosing and Delivery Methods: 2 hrs, dosing recommendations, flower grinding, concentrate tools, micro dosing
- Safe Consumption and Regulations: 2 hrs, state and local regulations, labeling, packaging requirements
- Retail Experience: 3 hrs, working with customers and patients, check-in requirements, hospitality training, store tours, product recommendations, check-out and compliance process

Metrics: MedMen will keep records on the programs, when and where it is offered and those who attend. These records will allow MedMen to demonstrate progress toward its goals to the Commission upon the annual renewal of its license. These metrics will be outlined in a comprehensive report that will be completed 60 days prior to our annual license renewal to the Cannabis Control Commission.

Evaluation

MedMen will conduct continuous and regular evaluations of the implementation of our goals to ensure that we are truly able to make a lasting and positive impact on the Boston community. Any actions taken, or programs instituted by MedMen will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

November 13, 2019

MedMen Boston, LLC
50 Congress Street, Suite 420
Boston, MA 02109

Dear MedMen Boston, LLC:

This letter serves as written acknowledgement of MedMen Boston's ("MedMen") commitment to the GreenSoul Organics Community Development Foundation ("GSO Foundation") as a corporate donor. The GSO Foundation recognizes that MedMen is seeking licenses for adult-use Retail marijuana Establishment in the City of Boston, and with that understanding, GSO Foundation is happy to accept MedMen's contribution.

The GSO Foundation is also happy to collaborate with MedMen on implementing a workforce development training program. The targeted population is composed of individuals from underserved communities, disproportionately impacted by the war on drugs, seeking meaningful career opportunities in the cannabis industry.

The GSO Foundation appreciates your company's willingness to dedicate funds to the GSO Foundation in support of our mission to support workforce development and economic empowerment for these individuals. We understand and acknowledge that the annual donation will commence upon the Cannabis Control Commission's issuance of a Boston Retail Marijuana Establishment license to MedMen in accordance with the terms of the Grant Agreement between MedMen and GSO Foundation.

Sincerely,

<i>Tabasuri Moses</i>	dotloop verified 11/14/19 1:23 PM EST KJG4-F3TK-MOEH-HILZ
-----------------------	---

Tabasuri Moses



MASS CultivatED

February 24, 2020

Cannabis Control Commission
Union Station
2 Washington Square
Worcester, MA 01604

RE: Acceptance of Cannabis Funds

Dear Cannabis Control Commission:

It is with great pleasure that we inform you that we will be graciously accepting contributions from licensed Massachusetts cannabis companies in order to assist in funding our program, CultivatED.

CultivatED is a first in the nation jails to jobs cannabis program that focuses on issues such as expungement, education and employment for those who have been affected by the prohibition of cannabis in the Commonwealth. We are an innovative public-private partnership providing our fellows with a robust co-op education program, legal services, workforce preparedness training, and cannabis externships with livable wages and benefits. We work closely with organizations such as Greater Boston Legal Services, Roxbury Community College and the Urban League of Eastern Massachusetts to achieve our program goals.

We appreciate the opportunity to allow Massachusetts licensed cannabis companies to participate through their contributions. Please do not hesitate to contact us should you have any additional questions.

Sincerely,

Ryan Dominguez

D
PC

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Entity Conversion of a Domestic Business Corporation to a Domestic Other Entity

FORM MUST BE TYPED

(General Laws Chapter 156D, Section 9.53; 950 CMR 113.29)

- (1) Exact name of corporation prior to conversion: Medmen Boston, Inc.
- (2) Registered office address: 50 Congress Street, Suite 420, Boston, MA 02109
(number, street, city or town, state, zip code)
- (3) New name after conversion, which shall satisfy the organic law of the surviving entity:
Medmen Boston, LLC
- (4) New type of entity: Limited Liability Company
- (5) The plan of entity conversion was duly approved by the shareholders, and where required, by each separate voting group in the manner required by G.L. Chapter 156D and the articles of organization.
- (6) Attach any additional sheets containing all information required to be set forth in the public organic document of the surviving entity.
- (7) The conversion of the corporation shall be effective at the time and on the date approved by the Division, unless a later effective date is specified in accordance with the organic law of the surviving entity: _____

Signed by: 

(signature of authorized individual)

(Please check appropriate box)

- ☐ Chairman of the board of directors,
☒ President,
☐ Other officer,
☐ Court-appointed fiduciary,

on this 6 day of February, 2019

MEDMEN BOSTON, LLC

CERTIFICATE OF ORGANIZATION

Pursuant to the provisions of the Massachusetts Limited Liability Company Act ("the Act"), the undersigned, desiring to organize a Massachusetts limited liability company pursuant to General Laws Chapter 156C, Section 12, hereby certifies as follows:

1. The exact name of the limited liability company formed hereby ("the LLC") is:

Medmen Boston, LLC

- 2a. The location of the principal office of the LLC is:

**50 Congress Street, Suite 420
Boston, MA 02109**

- 2b. The street address of the office in the Commonwealth at which the records will be maintained is:

**50 Congress Street, Suite 420
Boston, MA 02109**

3. The general character of the business of the LLC is:

Sale of products to the general public

4. The LLC shall have no fixed date on which it shall dissolve.

5. The name and address of the Registered Agent is:

**Jennifer K. Crawford, Esq.
Smith, Costello & Crawford
50 Congress Street, Suite 420
Boston, MA 02109**

I, Jennifer K Crawford, resident agent of the above limited liability company, consent to my appointment as the resident agent of the above limited liability company pursuant to G.L. Chapter 156C, Section 12.

6. The name and business address of each manager is:

7. The name and address of the person, in addition to the managers, authorized to execute documents to be filed with the Corporations Division is:

**Adam Bierman
10115 Jefferson Blvd
Culver City, CA 90232**

8. The name and address of the person, in addition to the managers, authorized to execute, acknowledge, deliver and record any recordable instrument to affect an interest in real property is:

Adam Bierman
10115 Jefferson Blvd
Culver City, CA 90232

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, as of the 6th day of February 2019.



Jennifer K. Crawford, Esquire
Authorized Person
Smith, Costello & Crawford
50 Congress Street, Suite 420
Boston, MA 02109
(617) 523-0600
jcrawford@publicpolicylaw.com

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Entity Conversion of a Domestic Business Corporation to a Domestic Other Entity (General Laws Chapter 156D, Section 9.53; 950 CMR 113.29)

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$_____ having been paid, said articles are deemed to have been filed with me this _____ day of _____, 20_____, at _____ a.m./p.m.

time

Effective date: _____
(must be within 90 days of date submitted)

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Examiner

Filing fee: Minimum \$200

Name approval

TO BE FILLED IN BY CORPORATION
Contact Information:

C

Jennifer K. Crawford, Esq.

M

50 Congress Street, Suite 420

Boston, MA 02109

Telephone: (617) 523-0600

Email: jcrawford@publicpolicylaw.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor.
If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

LIMITED LIABILITY COMPANY AGREEMENT

OF

MEDMEN BOSTON, LLC

This LIMITED LIABILITY COMPANY AGREEMENT (this “Agreement”) of MedMen Boston, LLC (the “Company”), is made and entered into to be effective for all purposes as of February 7, 2019, by MM Enterprises USA, LLC, a Delaware limited liability company (“Member”), as the sole member of the Company.

RECITALS:

WHEREAS, the LLC was formed as corporation under the Massachusetts Business Corporation Act on April 30, 2018 and converted to a limited liability company under the Massachusetts Limited Liability Company Act (as amended from time to time, the “Act”) by the filing on February 7, 2019, of a Certificate of Conversion (the “Certificate”) in the office of the Secretary of the Commonwealth of Massachusetts (“SOC”);

NOW, THEREFORE, Member hereby agrees as follows:

1. Continuation: Member agrees to continue the Company as a limited liability company under the Act, upon the terms and subject to the conditions set forth in this Agreement, as amended from time to time.

2. Name and Principal Place of Business:

(a) The name of the Company is “MedMen Boston, LLC.” Member may change the name of the Company or adopt such trade or fictitious names for use by the Company as Member may from time to time determine.

(b) The principal place of business and office of the Company shall be located at 50 Congress Street Suite 420, Boston MA 02109, Massachusetts, or at such other place or places as Member may from time to time designate.

3. Registered Agent and Registered Office: The name of the Company’s registered agent for service of process shall be Jennifer Crawford and the address of the Company’s registered agent and the address of the Company’s registered office in the Commonwealth of Massachusetts shall be 50 Congress Street Suite 420, Boston MA 02109, Massachusetts. The registered agent and the registered office of the Company may be changed from time to time by Member.

4. Term: The term of the Company shall be deemed to have commenced on the filing of the Certificate of Conversion and shall continue until terminated pursuant to the provisions of this Agreement by Member. The existence of the Company as a separate legal entity shall continue until filing the appropriate cancellation certificate(s) as provided in the Act.

Purpose: The principal business activity and purpose of the Company is to apply for and obtain all necessary state and local licenses, permits, and other authorizations required to operate a cannabis dispensary located at 120 Brookline Avenue, Boston, MA 02215, and to conduct any other business activities which are legally permissible at the discretion of the Member.

5. Members: Member is the sole member of the Company and shall be shown as such on the books and records of the Company. Except as expressly permitted by this Agreement, no other person shall be admitted as a member of the Company, and no additional interest in the Company shall be issued, without the approval of Member. The name and the address of Member is as follows:

Name	Address
MM Enterprises USA, LLC	10115 Jefferson Blvd. Culver City, CA 90232

6. Management:

(a) Except as specifically limited herein or to the extent delegated by the written agreement of Member, (i) the business and affairs of the Company shall be vested in and controlled by Member, which shall have the exclusive power and authority, on behalf of the Company, to take any action of any kind not inconsistent with this Agreement and to do anything and everything they deem necessary or appropriate to carry on the business of the Company; and (ii) Member shall have full, exclusive and complete discretion in the management and control of the Company for the purposes set forth above in paragraph 5.

(b) The implementation of decisions made by Member may be through any person or entity selected by Member. All decisions or actions taken by Member hereunder shall be binding upon the Company. All approvals and consents required herein may be prospective or retroactive.

(c) Member is, to the extent of its rights and powers set forth in this Agreement, an agent of the Company for the purpose of the Company's business, and the actions of Member taken in accordance with such rights and powers shall bind the Company. Member shall exercise its authority as such in its capacity as a member of the Company. Unless determined otherwise by Member, the Company shall not have any "managers" within the meaning of the Act.

(d) Nothing herein contained shall impose any obligation on any person, entity or firm doing business with the Company to inquire as to whether or not the Member has exceeded its authority in executing any contract, agreement, lease, mortgage, note, guaranty, loan agreement, pledge, security agreement or other evidence of indebtedness, deed, assignment, conveyance or other transfer instrument or any other document or instrument of any kind or nature (each, a "Contract") on behalf of the Company in its capacity as the sole member of the Company, and any third person shall be fully protected in relying upon such authority. In furtherance thereof, any manager, managing member, director, officer or designated agent of Member, is hereby authorized to execute any Contract as an "Authorized Signatory" or

“Authorized Representative” of the Company or the Member, in its capacity as the sole member of the Company.

7. Officers: Member may adopt resolutions authorizing certain officers to act on behalf of the Company on such terms as the resolutions shall provide.

8. Capital Contributions: Member shall make an initial capital contribution and additional capital contributions as and when Member deems necessary. Member will not have any obligation to restore any negative or deficit balance in its capital account, including any negative or deficit balance in its capital account upon liquidation and dissolution of the Company.

9. Tax Matters. The Company shall be a disregarded entity and make or cause to be made any filings appropriate to such status.

10. Distributions: After providing for the satisfaction of all the current debts and obligations of the Company, after any required payments on any loan or other financing and subject to compliance with the Act, the Company shall make such distributions at such times as determined by Member.

11. Dissolution and Termination:

(a) The Company shall be dissolved and its business wound up upon the earlier to occur of any of the following events:

- (i) the expiration of the term of the Company; or
- (ii) the written consent of Member; or
- (iii) the termination of the legal existence of the last remaining member of the Company or the occurrence of any other event which terminates the continued membership of the last remaining member of the Company in the Company unless the Company is continued without dissolution in a manner permitted by this Agreement or the Act; or
- (iv) the entry of a decree of judicial dissolution under the Act.

(b) Upon dissolution, the Company’s business shall be liquidated in an orderly manner. Member shall act as the liquidator to wind up the business of the Company pursuant to this Agreement. If there shall be no Member, the successors-in-interest of the last Member may approve one or more liquidators to act as the liquidator in carrying out such liquidation. In performing its duties, the liquidator is authorized to sell, distribute, exchange or otherwise dispose of the assets of the Company in accordance with the Act and in any reasonable manner that the liquidator shall determine to be in the best interest of Member or its successor-in-interest.

(c) In the event it becomes necessary in connection with the liquidation of the Company to make a distribution of property in kind, such property shall be transferred and conveyed to Member.

12. Transfers of Interests. Substitute or additional members shall only be admitted to the Company upon the prior written approval of Member.

13. Indemnification: Neither Member, nor any member, manager, director, officer or agent of Member (each a “Member Indemnified Party” and collectively, the “Member Indemnified Parties”) shall be liable to the Company for monetary damages for any losses, claims, damages or liabilities arising from any act or omission performed or omitted by it arising out of or in connection with this Agreement or the Company’s business or affairs, except for any such loss, claim, damage or liability primarily attributable to such Member Indemnified Party’s gross negligence or willful misconduct. The Company shall, to the fullest extent permitted by applicable law, indemnify, defend and hold harmless each of the Member Indemnified Parties against any losses, claims, damages or liabilities to which such Member Indemnified Parties may become subject in connection with any matter arising out of or in connection with this Agreement or the Company’s business or affairs, except for any such loss, claim, damage or liability primarily attributable to such Member Indemnified Party’s gross negligence or willful misconduct. If a Member Indemnified Party becomes involved in any capacity in any action, proceeding or investigation in connection with any matter arising out of or in connection with this Agreement or the Company’s business or affairs, the Company shall reimburse such Member Indemnified Party for its reasonable legal and other reasonable out-of-pocket expenses (including the cost of any investigation and preparation) as they are incurred in connection therewith, provided that such Member Indemnified Party shall promptly repay to the Company the amount of any such reimbursed expenses paid to it if it shall ultimately be determined that such Member Indemnified Party was not entitled to be indemnified by the Company in connection with such action, proceeding or investigation. If for any reason (other than the gross negligence or willful misconduct of a Member Indemnified Party) the foregoing indemnification is unavailable to a Member Indemnified Party, or insufficient to hold it harmless, then the Company shall contribute to the amount paid or payable by a Member Indemnified Party as a result of such loss, claim, damage, liability or expense in such proportion as is appropriate to reflect the relative benefits received by the Company on the one hand and a Member Indemnified Party on the other hand or, if such allocation is not permitted by applicable law, to reflect not only the relative benefits referred to above but also any other relevant equitable considerations. The provisions of this paragraph 14 shall survive for a period of four years from the date of dissolution of the Company, provided that (i) if at the end of such period there are any actions, proceedings or investigations then pending, a Member Indemnified Party may so notify the Company at such time (which notice shall include a brief description of each such action, proceeding or investigation and the liabilities asserted therein) and the provisions of this paragraph 14 shall survive with respect to each such action, proceeding or investigation set forth in such notice (or any related action, proceeding or investigation based upon the same or similar claim) until such date that such action, proceeding or investigation is finally resolved, and (ii) the obligations of the Company under this paragraph 14 shall be satisfied solely out of Company assets. Notwithstanding anything to the contrary contained in this Agreement, the obligations of the Company under this paragraph 14 shall (i) be in addition to any liability which the Company may otherwise have and (ii) inure to the benefit of the Member Indemnified Parties and their respective affiliates and their respective members, directors, officers, employees, agents and affiliates and any successors, assigns, heirs and personal representatives of such persons.

14. Liability of the Member: Except as otherwise expressly provided in the Act, the debts, obligations and liabilities of the Company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the Company, and Member shall not be obligated personally for any such debt, obligation or liability of the Company solely by reason of being a Member. Except as otherwise expressly provided in the Act, the liability of Member shall be limited to the amount of capital contributions, if any, required to be made by Member in accordance with the provisions of this Agreement, but only when and to the extent the same shall become due pursuant to the provisions of this Agreement.

15. Nature of Interest in the Company: Member shall not have any interest in any specific assets of the Company. The interest of Member in this Company is personal property.

16. Books, Records, Accounting and Reports:

(a) Books and Records: The Company shall maintain, or cause to be maintained, in a manner customary and consistent with good accounting principles, practices and procedures, a comprehensive system of office records, books and accounts (which records, books and accounts shall be and remain the property of the Company) in which shall be entered fully and accurately each and every financial transaction with respect to the ownership and operation of the property of the Company. Such books and records of account shall be prepared and maintained at the principal place of business of the Company or such other place or places as may from time to time be determined by Member. Member or its duly authorized representative shall have the right to inspect, examine and copy such books and records of account at the Company's office during reasonable business hours. A reasonable charge for copying books and records may be charged by the Company.

(b) Accounting and Fiscal Year: The books of the Company shall be kept on the accrual basis in accordance with GAAP and on a tax basis and the Company shall report its operations for tax purposes on the accrual method. The fiscal year of the Company shall end on December 31 of each year, unless a different fiscal year shall be required by the Code.

(c) The Company Accountant: The Company shall retain as the regular accountant and auditor for the Company (the "Company Accountant") an accounting firm designated by Member. The fees and expenses of the Company Accountant shall be a Company expense.

(d) Reserves: Member may, subject to such conditions as it shall determine, establish reserves for the purposes and requirements as they may deem appropriate.

17. Miscellaneous:

(a) Further Assurances: Member agrees to execute, acknowledge, deliver, file, record and publish such further instruments and documents, and do all such other acts and things as may be required by law, or as may be required to carry out the intent and purposes of this Agreement.

(b) Successors and Assigns: This Agreement shall be binding upon the parties hereto and their respective executors, administrators, legal representatives, heirs, successors and assigns, and shall inure to the benefit of the parties hereto and, except as otherwise provided

herein, their respective executors, administrators, legal representatives, heirs, successors and assigns.

(c) Severability: In case any one or more of the provisions contained in this Agreement or any application thereof shall be invalid, illegal or unenforceable in any respect, the validity, legality and enforceability of the remaining provisions contained herein and other application thereof shall not in any way be affected or impaired thereby.

(d) Amendments: This Agreement may be amended only by a written instrument executed by Member.

(e) Governing Law: This Agreement shall be governed by and construed in accordance with the laws of The Commonwealth of Massachusetts applicable to agreements made and to be performed wholly within that State.

(f) Captions: All titles or captions contained in this Agreement are inserted only as a matter of convenience and for reference and in no way define, limit, extend, or describe the scope of this Agreement or the intent of any provision in this Agreement.

(g) Creditors Not Benefited: Nothing contained in this Agreement is intended or shall be deemed to benefit any creditor of the Company or Member, and no creditor of the Company shall be entitled to require the Company or Member to solicit or accept any capital contribution for the Company or to enforce any right which the Company may have against Member under this Agreement.

[Signature Page to Follow]

IN WITNESS WHEREOF, this Agreement has been executed as of the date set forth in the introductory paragraph hereof.

“MEMBER”

MM Enterprises USA, LLC
a Delaware limited liability company

By: MM CAN USA, Inc.
a California corporation
its Manager

By: 
Name: Adam Bierman
Its: Authorized Signatory



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

William Francis Galvin
Secretary of the
Commonwealth

March 12, 2019

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

MEDMEN BOSTON, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **February 7, 2019.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **NONE**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **ADAM BIERMAN**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **ADAM BIERMAN**



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



Commonwealth of Massachusetts
Department of Revenue
Christopher C. Harding, Commissioner

mass.gov/dor

Letter ID: L1523351616
Notice Date: November 12, 2019
Case ID: 0-000-851-092



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



JULIE DEMARCO
MEDMEN BOSTON LLC
50 CONGRESS ST STE 420
BOSTON MA 02109-4057

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, MEDMEN BOSTON LLC 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

Plan for Obtaining Liability Insurance

(This document is a summary of the Medmen Boston, LLC. plan to obtain Liability Insurance.)

I. Purpose

The purpose of this plan is to outline how Medmen Boston, LLC will obtain and maintain the required General Liability and Product Liability insurance coverage as required pursuant to 935 CMR 500.105(10), or otherwise comply with this requirement.

II. Research

Medmen Boston, LLC has engaged with multiple insurance providers offering General and Product Liability Insurance coverage in the amounts required in 935 CMR 500.105(10). These providers are established in the legal marijuana industry. We are continuing these discussions with the insurance providers and will engage with the provider who best suits the needs of the company once we receive a Provisional License.

III. Plan

1. Once Medmen Boston, LLC receives its Provisional Marijuana Establishment License we will engage with an insurance provider who is experienced in the legal marijuana industry.
 - a. Medmen Boston, LLC will obtain and maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually.
 - b. The deductible for each policy will be no higher than \$5,000 per occurrence.
2. In the event that Medmen Boston, LLC cannot obtain the required insurance coverage, Medmen Boston, LLC will place a minimum of \$250,000 in an escrow account. These funds will be used solely for the coverage of liabilities.
 - a. Medmen Boston, LLC will replenish this account within ten business days of any expenditure.
3. Medmen Boston, LLC will maintain reports documenting compliance with 935 CMR 500.105(10) in a manner and form determined by the Commission and make these reports available to the Commission up request.

TO: Cannabis Control Commission
FROM: MedMen Boston, LLC
DATE: March 18, 2020
RE: Persons with Direct and Indirect Authority

Although Adam Bierman and Andrew Modlin were initially listed as persons in positions with direct or indirect control on the Retail Marijuana Establishment application submitted by MedMen Boston, LLC, both individuals are no longer in those positions. As the company and industry evolves and continues to mature, MedMen, Mr. Bierman and Mr. Modlin felt that the company was better served with new leadership to take the organization through the next chapter. While Mr. Bierman has left the larger organization by resigning from his positions as CEO, Mr. Modlin is technically still an employee of our parent company, however he does not have any active role or participation in said company and is no longer on the Board of Directors. Therefore, both have been removed from the application.

Additionally, please note that despite Mr. Bierman signing the Operating Agreement on April 1, 2019, the Operating Agreement is still in effect. Even though Mr. Bierman is no longer the CEO of the signatory entity, he was at the time it was signed and therefore the validity of the document is unchanged.



BUSINESS PLAN – MASSACHUSETTS

To: Massachusetts Cannabis Control Commission

From: MedMen Boston, LLC (the “MedMen”)

Re: Business Plan

Date: January 2, 2019, updated February 18, 2020

Background

The subject investment is for the development of a licensed retail facility to operate in the City of Boston (“Boston”) as a marijuana dispensary for adult-use approved operations (“Retail Dispensary”). The potential investment has been originated and underwritten consistent with the guidelines set forth by the MedMen in recognizing the risks associated with cannabis investments. Through the due diligence process, MedMen has determined that the investment aligns with its primary investment strategy.

Business Plan

i. Objective

MedMen has identified an opportunity for the development of a dispensary operation in the state of Massachusetts (the “Project”). The Project is for the establishment and operation within the guidelines set forth by the Massachusetts Cannabis Control Commission (“CCC”) under and recreational program and any further extension of this or related programs. MedMen anticipates the Massachusetts market to continue on its already achieved high growth, in line with those of other markets that participate in the marijuana industry. The market size of medical patients’ and/or caregivers’ (“Patients”) marijuana sales in Massachusetts is expected to be approximately \$175 million by 2022 while the market size of the recreational market is expected to be approximately \$1.2 billion by 2022. As such, the estimated combined market size is over \$1.3 billion. MedMen has put forth a business plan with key deliverables and milestone achievements outlining its operating plan for the Project. MedMen believes Massachusetts to be highly desirable for the establishment of a Retail Dispensary due to the high density of potential Patients to support, a potential for a large recreational market, availability of local workforce, current state of optimal infrastructure for the safe development and storage of medical and recreational marijuana products (“Marijuana Products”), and the ability to build off MedMen’s current national presence in the United States market.



ii. MedMen Vision Statement

Mainstreaming Marijuana.

Challenge everything.

Settle only for what ought to be, not what is.

Be state-of-the-art and best-in-class, utilizing institutional systems.

Define the next generation of marijuana businesses and consumers.

iii. MedMen Value

Excellence: Nothing is granted; everything is earned. We believe in meritocracy that values and rewards excellence. We never rest on our laurels.

Challenge: We always challenge the status quo. We do not settle for how are; we strive for how things should be.

Creativity: It's not just about what we do, it is about how we do it. You cannot innovate without exploring all the possibilities.

Flexibility: We are in the marijuana business. Staying flexible is not just a value, it's a survival skill.

iv. Keys to Success

MedMen plans to utilize the management company MedMen Enterprises USA, Inc ("MME") to operate the facility due to MME's vast experience in the cannabis industry. To date, MME operates over 32 retail locations, four cultivation and production facilities across the United States. Through this unique industry experience, MME has set out to redefine the 'stigma' associated with marijuana and to mainstream the marijuana industry through focusing on comfort for Patients and recreational consumers ("Adult-users"), transparency in its operations, and security for its Consumers and employees. Each of Patients and Adult-Users may be referred to herein collectively as the "Consumers". MME dispensaries break the model with open, welcoming spaces that enhance the Consumers' experience, while professionally trained staff and business software ensure efficient and transparent operations.

Within the business plan, MedMen has identified a real estate location to support operations in for the Retail Dispensary. The identified location is selected based on the ability to provide a sustainable retail outlet capable of meeting future increases in market demand and ensuring a space which is capable of safely supporting the operation of selling medical grade marijuana finished goods. In addition, MedMen implements a robust compliance program, security system, and software measures which ensure transparency in product traceability and other risk management services.

Company Summary



MME has over a decade of experience in the U.S. medical and recreational marijuana industry and has been operating assets along all verticals of the value chain. As MME has continued to grow its operation and geographical presence, MME has become an industry leader through its operations about best practices related to cultivation, manufacturing, and dispensary procedures. MME developed its own intellectual property on best engineered practices for various types of cultivation operations. MME has operated cultivation facilities which are operated out of small indoor industrial warehouse structures and large scale high-tech Dutch greenhouses which are leading the developments in cost efficiencies and cultivation yields while minimizing operation footprints on the environment. MME has designed manufacturing facilities on the same site as its cultivation facilities in order to improve operation efficiencies and foster integrated supply chain systems. All of MME's established manufacturing facilities are built to be ISO 9000 certified and manufacturing operating procedures are established to follow six-sigma lean manufacturing SOPs. MME's dispensary operations have reached 32 operating retail locations across the US. MME's dispensary experience is stipulated on introducing a relaxing environment for Consumers to learn about the various available marijuana-based products available to them. The dispensary outlet which MME has introduced into the marijuana market has been regarded as a store where Consumers can feel at ease in being consulted on by trained professionals about the potential benefits they might experience through marijuana based products.

Owner Bios

Tom Lynch, CEO

Tom Lynch is the interim Chief Executive Officer for MedMen Enterprises, a cannabis retailer with operations across the U.S. and flagship stores in Los Angeles, Las Vegas and New York. As a seasoned executive, he brings with him over two decades of capital market experience with a deep focus in restructuring, workouts, recapitalizations, M&A, secondary market transactions, as well as strategic planning and execution.

Lynch previously served as the co-founder and Managing Partner of Woods Hole Capital where he was responsible for the executive management and strategic direction of the firm. Tom focused on all aspects of the firm including risk management, portfolio management, operations and the executive leadership of the firm. Prior to founding Woods Hole Capital, Tom was the Chairman and Chief Executive Officer of Frederick's of Hollywood Group (a publicly traded company). Prior to joining Frederick's, Tom was the CEO of Mellon HBV later renamed Fursa Alternative Strategies. As a Managing Director of Mellon Institutional Asset Management, Tom was a member of the Senior Management Committee, and had direct executive responsibility for a 38 billion AUM business. While at Mellon, Tom founded and launched Mellon's first Alternative Asset Management distribution group.

Tom has also held executive positions with UBS Global Asset Management and the Dreyfus Corporation.

Benjamin Rose, Chairman of the Board of Directors

Ben Rose is Chief Investment Officer of Wicklow Capital, Inc., the family office of Daniel Tierney, co-founder and former co-CEO of GETCO (now KCG), and board member of KCG Holdings, Inc., one of the world's leading technology-enabled market makers and agency execution service providers. Mr. Rose has specific experience in both financial markets and entrepreneurial finance. Previous to Wicklow Capital, Inc., he served as Managing Director at RoundKeep Capital Advisors, Portfolio Manager at Balyasny Asset Management, Head Trader at Blue Ridge Capital, and Trader at Goldman Sachs. Mr. Rose graduated from Harvard University.

Zeeshan Hyder, Chief Financial Officer

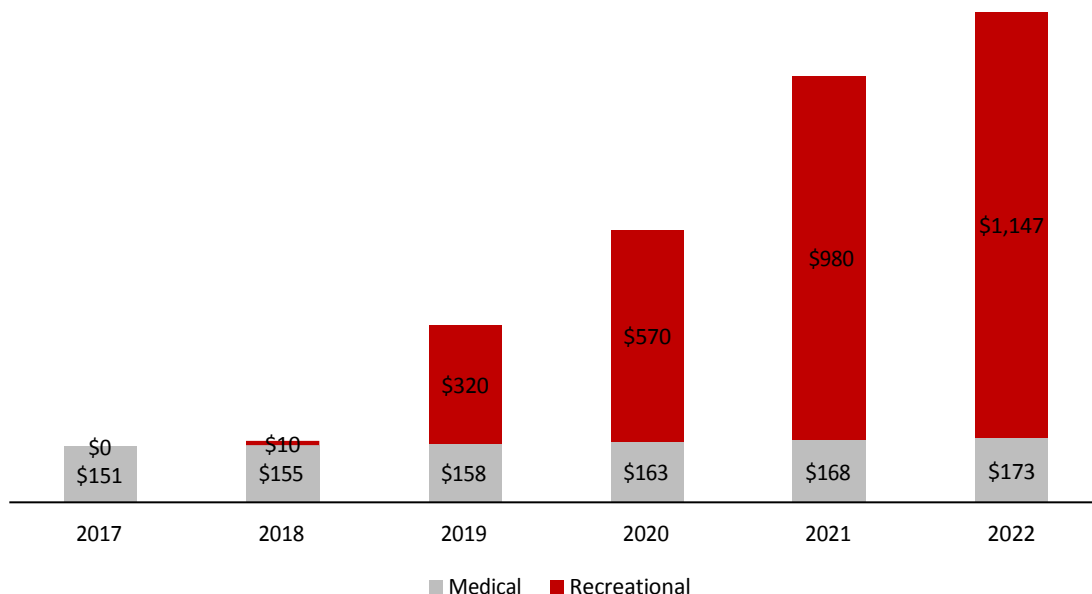
Zeeshan Hyder brings nearly a decade of experience in private equity, corporate development and investment banking. Prior to becoming Chief Financial Officer in October 2019, Mr. Hyder served as Chief Corporate Development Officer of MedMen, overseeing corporate development, capital markets and investor relations. Prior to joining MedMen, Zeeshan was a Vice President at First Beverage Ventures, a private equity firm focused on the food and beverage industries. He was formerly an investment banker at Citigroup, an investment analyst at The Broad Foundation's \$2 billion fund, and spent time in corporate development at eBay. He received a B.A. in Mathematical Economics from Pomona College and an MBA from The Wharton School at the University of Pennsylvania. He works full-time for the Company.

Market Size/Development

MME has identified the Massachusetts marijuana market to grow to a \$1.2 billion market by 2022. Massachusetts medical marijuana market recorded approximately a \$151 million market size in 2017. The growth to a \$1.2 billion market size in yields a 54% compounded annual growth rate. The significant growth is identified due to the recreational market which is expected to account for approximately 87% of the market size. The expected growth in the Massachusetts marijuana market is shown in Chart 1 below.



Chart 1: Massachusetts Marijuana Market (USD millions)



Competition

MME has identified 120 Brookline Ave, Boston, MA 02215 (“Property”) as a site location for the Retail Dispensary to operate from. The Property conforms with both state and local city requirements for zoning purposes and operational requirements. MME pursued a location where highly populated territories lacked a viable source for local Consumers to purchase marijuana products. Currently, the majority of operational and planned to be operational locations are heavily targeting the Cambridge, MA region, while south of the Charles River (Brookline, Back Bay, South End, etc.) remains potentially underserved. MME has gained support and approval by the owner of the Property for the establishment and approval of a Retail Dispensary. MME anticipates limited competition by other operating RMDs as the target market does not currently have convenient access to a selection of qualified Retail Dispensaries. MME anticipates supporting over 800 transactions per day when the recreational program has reached a peak in the number of Consumers procuring Marijuana Products. The Property which MME has identified is anticipated to support this significant transaction count through both in-store purchases as well as other forms of purchasing including delivery. All forms of transactions will be in compliance with local and state regulations including both the local regulations of the Property and where the transaction occurs in the event of delivery.

MME anticipates future expansion in the number of Retail Dispensaries the Company will operate in Massachusetts as well as other competitor locations and remains confident that the proposed location of the Property will remain a leader in



the number of transactions performed on a daily basis which will support the economic operations of the Retail Dispensary and its support in the local community.

Market Plan

MME has an experienced marketing team which has executed multiple marketing campaigns and initiatives in California, Nevada, New York, and Florida all of which are in direct compliance with the local and state requirements. This experience MME has gained has been of significant value to both the Company and Consumers as the proper forms of marketing media are utilized and the identified target market is accurately promoted. All marketing initiatives will conform with state and local regulations and a customized marketing campaign will be implemented in Massachusetts. The marketing objective will be to inform, educate, and support Consumers with safe methods of consuming Marijuana Products.

Financial Forecast

MME has developed a 3-year financial pro-forma for the operations of the Project and identified capital needs for the development and continuous operation of the Retail Dispensary. MME has provided estimated financial expenses related to the buildout costs of the Retail Dispensary store. Capital requirements are expected to be sourced through cash and cash equivalent assets for certain equipment and construction expenses. The financials presented below are all of cash and cash equivalent and are on an unlevered basis, thus no debt financing is projected in the financial statements.

The expected costs for development of the Retail Dispensary facility is approximately \$2.5 million. The breakdown of the cost is \$1.5 million expensed for tenant improvements and hard costs associated with construction on the property, soft costs (professional fees and permits/fees) account for an expected \$575,000, furniture, fixtures and equipment are estimated at \$300,000, and security and IT expenses account for \$165,000. The current design and buildout are in anticipation of the expected demand and future market growth. All designs and construction concepts are established with meeting both local and Massachusetts regulations.

The total development of the Project is estimated to be \$3.2 million with \$2.5 million allocated to the buildout and \$630,000 allocated to operating expenses.

MME has provided MedMen with a projection for expenses and how these expenses are estimated to support growth and for costs to decrease as the Project benefits from economies of scale. The following are the major expense items which are identified for the Project:



- Lease expenses
- Marketing expenses
- Payroll fees
- Other operating expenses

Lease expenses include rent, common area maintenance fees, property taxes, property insurance, utilities, and other minor lease related costs subject to the Property. MME estimates lease expenses to be \$35,000 per month. Payroll fees are inclusive of salaries for all associates and facility managers, along with payroll taxes, fringe expenses related to employment costs, and other payroll related expenses. MME estimates an initial average monthly payroll expenses at approximately \$88,000. As employee needs increase, MME estimates total monthly payroll fees to reach approximately \$105,000. MME estimates marketing expenses to be approximately 10% of revenue, an average monthly expense of \$40,000. Other operating expenses include security costs, office supplies & materials, telephone and internet expenses, legal and professional fees, insurance, and other operational fees. MedMen plans to build out a CCTV security system along with employing security personnel during operating hours. The average other operating expenses is approximately \$90,000 per month. Total monthly operating expenses is approximately \$256,000 per month.

Record keeping of inventory, revenue, expenses, cash and other account payables and account receivables records will incorporate with a Seed-to-Sale tracking system which MME provides through its management services. The established Seed-to-Sale system is incorporated into MedMen's accounting management system. All electronic data management systems will be verified as qualified systems by Massachusetts.

Electronic forms of payment with vendors and suppliers will be preferred in place of cash payment and will be carried out through electronic transfer, checks, or other forms of verified and accepted payment. While cash payments will be accepted, each transaction whether electronic or cash will be supported with W2 forms and transaction details.

Annual audits will be carried out to provide accuracy in inventory management, revenue, expense, capitalized expenses of equipment and Property depreciation and amortization. Each annual audit will be performed by an independent 3rd party and verified by a CPA.

MedMen has developed a 3-year financial pro-forma statement which projects revenue, cost of goods sold, and operating expenses, see Appendix A.

APPENDIX A - *Financial Pro-Forma*

	Month 0	Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	Full Year	Year 2	Year 3
PROJECTED PROFIT AND LOSS STATEMENT (USD)																
Gross Revenue	–	\$136,000	\$244,800	\$312,800	\$367,200	\$421,600	\$489,600	\$571,200	\$639,200	\$652,800	\$720,800	\$775,200	\$816,000	\$6,147,200	\$6,761,920	\$7,100,016
Discounts/Promotional Activity	–	(\$6,800)	(\$12,240)	(\$15,640)	(\$18,360)	(\$21,080)	(\$24,480)	(\$28,560)	(\$31,960)	(\$32,640)	(\$36,040)	(\$38,760)	(\$40,800)	(\$307,360)	(\$338,096)	(\$355,001)
Net Revenue	–	\$129,200	\$232,560	\$297,160	\$348,840	\$400,520	\$465,120	\$542,640	\$607,240	\$620,160	\$684,760	\$736,440	\$775,200	\$5,839,840	\$6,423,824	\$6,745,015
COGS	–	(\$54,400)	(\$97,020)	(\$125,120)	(\$146,880)	(\$168,640)	(\$195,840)	(\$226,480)	(\$255,680)	(\$261,120)	(\$288,320)	(\$310,080)	(\$326,400)	–	(\$2,704,768)	(\$2,704,768)
Gross Profit	–	\$74,800	\$134,640	\$172,040	\$201,960	\$231,880	\$269,280	\$314,160	\$351,560	\$359,040	\$396,440	\$426,360	\$448,800	\$3,380,960	\$3,719,056	\$3,905,009
Lease Expenses (Including All Utilities)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$35,000)	(\$455,000)	(\$420,000)	(\$420,000)
Marketing	–	(\$13,600)	(\$24,480)	(\$31,280)	(\$36,720)	(\$42,160)	(\$48,960)	(\$57,120)	(\$63,920)	(\$65,280)	(\$72,080)	(\$77,520)	(\$81,600)	(\$463,240)	(\$540,000)	(\$540,000)
Payroll	(\$20,000)	(\$41,760)	(\$59,168)	(\$70,048)	(\$83,592)	(\$98,592)	(\$115,584)	(\$135,544)	(\$155,000)	(\$156,000)	(\$172,000)	(\$183,000)	(\$190,000)	(\$1,077,616)	(\$1,231,430)	(\$1,260,000)
Direct Store Payroll	–	(\$29,376)	(\$42,336)	(\$50,336)	(\$59,856)	(\$69,888)	(\$81,504)	(\$95,424)	(\$108,480)	(\$110,560)	(\$122,560)	(\$130,560)	(\$136,000)	(\$665,184)	(\$761,430)	(\$761,430)
Other Payroll Expenses	–	(\$5,440)	(\$9,792)	(\$12,512)	(\$14,688)	(\$16,000)	(\$18,000)	(\$20,000)	(\$22,000)	(\$22,000)	(\$24,000)	(\$25,000)	(\$26,000)	(\$162,432)	(\$180,000)	(\$180,000)
Security	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$20,000)	(\$260,000)	(\$240,000)	(\$240,000)
Other G&A	(\$221,080)	(\$197,752)	(\$128,388)	(\$54,942)	(\$60,385)	(\$65,698)	(\$72,034)	(\$79,399)	(\$85,067)	(\$86,180)	(\$91,746)	(\$95,928)	(\$98,293)	(\$1,336,874)	(\$944,437)	(\$974,112)
Bank Service	–	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$12,000)	(\$12,000)	(\$12,000)
Insurance	–	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$10,000)	(\$120,000)	(\$120,000)	(\$120,000)
Legal & Professional (Accounting services)	–	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$3,500)	(\$42,000)	(\$42,000)	(\$42,000)
Electronic Payment Fees	–	(\$6,460)	(\$11,628)	(\$14,858)	(\$17,442)	(\$20,026)	(\$23,256)	(\$27,132)	(\$30,362)	(\$31,008)	(\$34,238)	(\$36,822)	(\$38,760)	(\$291,992)	(\$321,191)	(\$337,251)
Office Supplies & Equipment	–	(\$1,360)	(\$2,448)	(\$3,128)	(\$3,672)	(\$4,216)	(\$4,896)	(\$5,712)	(\$6,392)	(\$6,528)	(\$7,208)	(\$7,500)	(\$7,500)	(\$60,560)	(\$67,619)	(\$71,000)
Maintenance/Cleaning	–	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$1,000)	(\$12,000)	(\$12,000)	(\$12,000)
Other Operational Fees (Internet/Tel/Material)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$3,000)	(\$36,000)	(\$36,000)	(\$36,000)
Local Community Fees	–	(\$2,584)	(\$4,651)	–	(\$5,943)	(\$6,977)	(\$8,010)	(\$9,302)	(\$10,853)	–	(\$12,403)	–	(\$15,000)	(\$116,293)	(\$128,476)	–
Working Capital/Start-up Costs (Including inventory)	(\$200,000)	(\$150,000)	(\$78,000)	–	–	–	–	–	–	–	–	(\$14,729)	–	–	–	–
Operational Contingency (All Operating Needs)	(\$18,060)	(\$18,848)	(\$16,161)	(\$12,513)	(\$13,794)	(\$14,945)	(\$16,079)	(\$17,202)	(\$17,668)	(\$17,741)	(\$18,105)	(\$18,379)	(\$18,533)	(\$28,029)	(\$205,150)	(\$208,961)
Total Operating Expense	(\$276,060)	(\$288,112)	(\$247,036)	(\$191,270)	(\$210,857)	(\$228,450)	(\$245,786)	(\$262,943)	(\$270,067)	(\$271,180)	(\$276,746)	(\$280,929)	(\$283,370)	(\$3,332,730)	(\$3,135,867)	(\$3,194,112)
EBITDA	(\$276,060)	(\$213,312)	(\$112,396)	(\$19,230)	(\$8,897)	\$3,430	\$23,494	\$51,217	\$81,493	\$87,860	\$119,694	\$145,431	\$165,507	\$48,230	\$583,189	\$710,897
CAPEX	(\$2,540,000)	–	–	–	–	–	–	–	–	–	–	–	–	(\$2,540,000)	–	–
Tenant Improvement Hard Costs	(\$1,500,000)	–	–	–	–	–	–	–	–	–	–	–	–	(\$1,500,000)	–	–
FF&E	(\$300,000)	–	–	–	–	–	–	–	–	–	–	–	–	(\$300,000)	–	–
Soft Costs	(\$575,000)	–	–	–	–	–	–	–	–	–	–	–	–	(\$575,000)	–	–
Other Expenses	(\$165,000)	–	–	–	–	–	–	–	–	–	–	–	–	(\$165,000)	–	–
Cash Flow	(\$2,816,060)	(\$213,312)	(\$112,396)	(\$19,230)	(\$8,897)	\$3,430	\$23,494	\$51,217	\$81,493	\$87,860	\$119,694	\$145,431	\$165,507	(\$2,491,770)	\$583,189	\$710,897
Total Forecasted Cash Outlay (Operating Expense)	–	(\$629,896)	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Forecasted Cash Outlay (CAPEX)	–	(\$2,540,000)	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Forecasted Cash Outlay	–	(\$3,169,896)	–	–	–	–	–	–	–	–	–	–	–	–	–	–

Procedures for Quality Control and Testing of Product

Pursuant to 935 CMR 500.160, MedMen Boston, LLC. (“MedMen”) will not sell or market any marijuana product that is not capable of being tested by Independent Testing Laboratories, including testing of marijuana products and environmental media. MedMen will implement a written policy for responding to laboratory results that indicate contaminant levels that are above acceptable levels established in Department of Public Health protocols identified in 935 CMR 500.160(1) and subsequent notification to the Cannabis Control Commission of such results. Results of any tests will be maintained by MedMen for at least one year. All transportation of marijuana to or from testing facilities shall comply with 935 CMR 500.105(13) and any marijuana product returned to MedMen by the testing facility will be disposed of in accordance with 935 CMR 500.105(12). MedMen will never sell or market adult use marijuana products that have not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160.

In accordance with 935 CMR 500.130(2), MedMen will prepare, handle and store all edible marijuana products in compliance with the sanitation requirements in 105 CMR 500.000: *Good Manufacturing Practices for Food*, and with the requirements for food handlers specified in 105 CMR 300.000: *Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements*. In addition, MedMen’s policies include requirements for handling of marijuana, pursuant to 935 CMR 500.105(3), including sanitary measures that include, but are not limited to: hand washing stations; sufficient space for storage of materials; removal of waste; clean floors, walls and ceilings; sanitary building fixtures; sufficient water supply and plumbing; and storage facilities that prevent contamination.

Pursuant to 935 CMR 500.105(11)(a)-(e), MedMen will provide adequate lighting, ventilation, temperature, humidity, space and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110. MedMen will have a separate area for storage of marijuana that is outdated, damaged, deteriorated, mislabeled, or contaminated, or whose containers or packaging have been opened or breached, unless such products are destroyed. MedMen storage areas will be kept in a clean and orderly condition, free from infestations by insects, rodents, birds and any other type of pest. The MedMen storage areas will be maintained in accordance with the security requirements of 935 CMR 500.110.

MedMen has a Quality Manager who will oversee the manufacturing at the MedMen facility to maintain strict compliance with DPH regulations and protocols for quality control and analytical testing. MedMen grow areas are monitored for temperature, humidity, and CO2 levels. This monitoring helps reduce the risk of crop failure. Ethical pest management procedures are utilized to naturally maintain a pest free environment alongside our True Living Organics (“TLO”) growing method.

All Marijuana Infused Products (“MIPs”) are produced using good manufacturing practices and safe practices for food handling to ensure quality and prevention of contamination.

Our quality assurance manager will ensure all batches of Marijuana and MIPs will be tested, by an independent testing laboratory pursuant to 935 CMR 500.160. All products shall be tested for the cannabinoid profile and for contaminants as specified by the Department, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides.

MedMen Boston, LLC.
Management and Operations Profile
Operating Policies and Procedures

Environmental media will be tested in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries* published by the Department of Public Health pursuant to 935 CMR 500.160(1).

All testing results will be maintained by MedMen for no less than one year in accordance with 935 CMR 500.160(3). Samples that pass testing will be packaged for use or utilized in MIPs. Samples that fail testing will be reported and destroyed. Pursuant to 935 CMR 500.160(9), no marijuana product shall be sold or marketed for sale that has not first been tested and deemed to comply with the Independent Testing Laboratory standards.

MedMen Boston, LLC.
Management and Operations
Profile Operating Policies and
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Qualifications and Training

Pursuant to 935 CMR 500.105(2)(a), MedMen Boston, LLC. (“MedMen”) will ensure all dispensary agents complete training prior to performing job functions. Training will be tailored to the role and responsibilities of each job function. Marijuana establishment agents will be trained based on their role for a minimum of three (3) days for hospitality associates and up to one (1) week for management before acting as a marijuana establishment agent. At a minimum, staff shall receive eight (8) hours of on-going training, annually. New marijuana establishment agents will receive employee orientation to be scheduled on day one of employment with MedMen. A manager within the dispensary will conduct department specific training for employees. Orientation will include a summary overview of all the training modules.

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of MedMen that are involved in the handling and sale of marijuana will successfully complete a Responsible Vendor Training program. MedMen’s Five-Star Hospitality Training Program is required for marijuana establishment agents to become a certified “hospitality associate.” MedMen will require all new employees involved in handling and sale of marijuana to complete this program within seven (7) days of hire. This program shall then be completed annually and those employees who do not handle or sell marijuana may participate voluntarily. MedMen will maintain records of responsible vendor training compliance pursuant to 935 CMR 500.105(2)(b). Responsible vendor training and MedMen’s Five-Star Hospitality Training Program shall include: the science of cannabis, the entourage effect, terpenes effects, counter-act safety, proper dosing recommendations, discussion concerning marijuana effect on the human body; diversion prevention; compliance with tracking requirements; identifying acceptable forms of ID, including medical patient cards; and key state and local laws.

All employees will be registered as agents, in accordance with 935 CMR 500.030. All MedMen employees will be duly registered as marijuana establishment agents and must complete a background check in accordance with 935 CMR 500.030(1). All registered agents of MedMen shall meet suitability standards of 935 CMR 500.800.

Training records will be retained in each dispensary agent’s file. Training records will be retained by MedMen for at least one (1) year after an agent’s termination.

MedMen Boston, LLC Management and
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Record Keeping Procedures

MedMen Boston, LLC's ("MedMen") records will be available to the Cannabis Control Commission ("CCC") upon request pursuant to 935 CMR 500.105(9). The records will be maintained in accordance with generally accepted accounting principles. All written records required in any section of 935 CMR 500.000 are subject to inspection, in addition to written operating procedures as required by 935 CMR 500.105(1), inventory records as required by 935 CMR 500.105(8), and seed-to-sale tracking records for all marijuana products required by 935 CMR 500.105(8)(e).

Personnel records will also be maintained, in accordance with 935 CMR 500.105(9)(d), including but not limited to, job descriptions for each employee, organizational charts, staffing plans, personnel policies and procedures and background checks obtained in accordance with 935 CMR 500.030. Personnel records will be maintained in Human Resources in California Headquarters, as approved by the CCC, for at least 12 months after termination of the individual's affiliation with MedMen, in accordance with 935 CMR 500.105(9)(d)(2). Additionally, business will be maintained in accordance with 935 CMR 500.104(9)(e), as well as waste disposal records pursuant to 935 CMR 500.104(9)(f), as required under 935 CMR 500.105(12).

Following the closure of the Marijuana Establishment, all records will be kept for at least two (2) years at the expense of MedMen and in a form and location acceptable to the CCC, pursuant to 935 CMR 500.105(9)(g).

MedMen Boston, LLC
Management and Operations Profile
Operating Policies and Procedures

Separating Recreational from Medical Operations

MedMen Boston, LLC (“MedMen”) does not hold, nor does it intend to hold at this time, a medical marijuana retail license. MedMen will operate only as an adult-use marijuana company and therefore it will not be necessary to separate our adult-use operation from a medical operation.

Restricting Access to Age 21 or Older

As an adult-use location, and pursuant to 935 CMR 500.140(2), upon entry into the premise of MedMen Boston, LLC ("MedMen") by an individual, a MedMen agent shall immediately request to inspect the individual's proof of identification. An individual shall not be admitted to the premise unless the retailer has verified that the individual is 21 years of age or older by offering proof of identification. To verify an individual's age, a MedMen Agent must receive and examine from the individual one of the following authorized government issued ID cards: Massachusetts issued driver's license; Massachusetts issued ID card; Out-of-state driver's license or ID card (with photo); Passport; or U.S. Military ID. If for any reason the identity of the customer or the validity of the ID is in question, the individual will not be granted access to the facility.

MedMen will not acquire or record Consumer personal information other than information typically required in a retail transaction, which can include identifying information to determine the Consumer's age. MedMen will not record or retail any additional personal information from Consumer without the Consumer's voluntary written permission.

MedMen will have limited access areas identified with clear signage designating the access point for authorized personnel only, pursuant to 935 CMR 500.110(4). Identification badges will be required to be worn at all times by MedMen employees while at the facility or engaged in transportation. MedMen will positively identify all individuals seeking access to the facility to limit access solely to individuals 21 years or age or older.

While at the facility or transporting marijuana for the facility all MedMen Agents must carry their valid Agent Registration Card issued by the Commission. All MedMen Agents are verified to be 21 years of age or older prior to being issued a Marijuana Establishment Agent card. Additionally, all visitors must be 21 years of age or older, pursuant to 935 CMR 500.002. All outside vendors, contractors and visitors shall be required to wear visitor badges prior to entering limited access areas and shall be displayed at all times. Visitors shall be logged in and out and be escorted while at the MedMen facility. The visitor log will be available for inspection by the Commission at all times. All visitor badges will be returned to MedMen upon exit.

Personnel Policies

It is MedMen Boston, LLC's ("MedMen") policy to provide equal opportunity in all areas of employment, including recruitment, hiring, training and development, promotions, transfers, termination, layoff, compensation, benefits, social and recreational programs, and all other conditions and privileges of employment, in accordance with applicable federal, state, and local laws. MedMen will make reasonable accommodations for qualified individuals with known disabilities, in accordance with applicable law.

Management is primarily responsible for seeing that equal employment opportunity policies are implemented, but all members of the staff share the responsibility for ensuring that, by their personal actions, the policies are effective and apply uniformly to everyone. Any employee, including managers, determined by MedMen to be involved in discriminatory practices are subject to disciplinary action and may be terminated. MedMen strives to maintain a work environment that is free from discrimination, intimidation, hostility, or other offenses that might interfere with work performance. In keeping with this desire, we will not tolerate any unlawful harassment of employees by anyone, including any manager, co-worker, vendor or clients.

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of MedMen involved in the handling and sale of marijuana must successfully complete the Responsible Vendor Training Program. New employees involved in the handling and sale of marijuana must complete this program within ninety (90) days of hire. This program shall then be completed annually and those not selling or handling marijuana may participate voluntarily. All marijuana establishment agents will complete a Responsible Vendor Training program pursuant to 935 CMR 500.105(2), as required. MedMen will maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(b). MedMen will supplement any Commission approved Responsible Vendor Training to ensure that it shall include: the science of cannabis, the entourage effect, terpenes effects, counter-act safety, proper dosing recommendations, discussion concerning marijuana effect on the human body; diversion prevention; compliance with tracking requirements; identifying acceptable forms of ID, including medical patient cards; and key state and local laws.

All MedMen policies will include a staffing plan and corresponding records in compliance with 935 CMR 500.105(1)(i) and ensure that all employees are aware of the alcohol, smoke, and drug-free workplace policies in accordance with 935 CMR 500.105(1)(k). MedMen will also implement policies to ensure the maintenance of confidential information pursuant to 935 CMR 500.105(1)(l). MedMen will enforce a policy for the dismissal of agents for prohibited offenses according to 935 CMR 105(1)(m).

All MedMen employees will be duly registered as marijuana establishment agents and have to complete a background check in accordance with 935 CMR 500.030(1). Employees will be required to receive a minimum of eight (8) hours of on-going training annually pursuant to 935 CMR 500.105(2)(a).

In accordance with 935 CMR 500.105(9) all records will be available for inspection by the Commission upon request.

Maintaining of Financial Records

MedMen Boston, LLC's ("MedMen") policy is to maintain financial records in accordance with 935 CMR 500.105(9)(e). The records will include manual or computerized records of assets and liabilities, monetary transactions; books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices and vouchers; sales records including the quantity, form, and cost of marijuana products; and salary and wages paid to each employee, stipends paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a Marijuana Establishment.

MedMen will conduct monthly sales equipment and data software checks and initiate reporting requirements for discovery of software manipulation as required by 935 CMR 500.140(5)(d). MedMen will not utilize software or other methods to manipulate or alter sales data in compliance with 935 CMR 500.140(5)(c). MedMen will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data. MedMen will maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If MedMen determines that software had been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data we will: disclose the information to the Commission; cooperate with the Commission in an investigation relative to data manipulation; and take other action as directed by the Commission to comply with the applicable regulations. Pursuant to 935 CMR 500.140(5)(e), MedMen will comply with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements.

MedMen will implement separate accounting practices for marijuana and non-marijuana sales pursuant to 935 CMR 500.140(5)(f).

In the event of the closure of MedMen, all records will be kept for at least two years at the expense of MedMen and in a form and location acceptable to the Cannabis Control Commission, in accordance with 935 CMR 500.105(9)(g). Financial records shall be kept for a minimum of three years from the date of the filed tax return, in accordance with 830 CMR 62C.25.1(7) and 935 CMR 500.140(5)(e).

Energy Compliance Plan

At all times, MedMen Boston, LLC (“MedMen”) Retail Marijuana Establishment will satisfy minimum energy efficiency and conservation standards as required by the Commission and in accordance with 935 CMR 500.105(15). MedMen will strive to reduce energy demand, including by not limited to, the following:

- Use of natural lighting where feasible;
- Purchase and installation of LED lights, where feasible;
- Utilization of advanced and energy efficient HVAC systems, where feasible;
- Insulated glazing, where feasible;
- New building insulation, where feasible; and
- New exterior doors.

MedMen will work closely with the general contractors and the local utility to create and execute an energy savings plan, including:

- Seek to implement International Building Code requirements for sustainable and energy conservation in construction;
- Construct the facility in accordance with energy compliance plan goals;
- Understand how we consume energy through analysis generation;
- Compare our operation with similar businesses and act accordingly;
- Solicit customized energy improvement recommendations from professionals and determine how and if such recommendations can be incorporated into our business plan; and
- Identify cost incentives through utility energy programs, such as Mass Save programs to explore financial incentives for energy efficiency and demand reduction measures.



Diversity Plan

This summarizes MedMen Boston LLC's ("MedMen's" or the "Company's") Diversity Plan to ensure that we are a diverse and inclusive company, promoting a discrimination-free work environment for all employees to use their individual backgrounds and talents to support the overall goals of our company. We strive to create workplaces that reflect the communities that we serve, empowering our employees to bring their full, authentic selves to work each and every day. We achieve this by attracting and retaining the best employees with an emphasis and appreciation for diverse backgrounds and experiences. Any actions taken, or programs instituted, by MedMen will not violate the Cannabis Control Commission's regulations with respect to limitations on ownership or control or other applicable state laws or regulations.

Additionally, MedMen 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.

MedMen will report on its efforts towards the goals and initiatives below to the Commission prior to its annual renewal license date.

Goals and Initiatives

MedMen supports diversity and inclusion efforts internally, ensuring that our team members feel that their authentic voices are welcomed, heard, and that we are providing an accepting and supportive work environment. We're committed to fostering a diverse workplace – that is rich in the range of differences and lived experiences between our employees. Our three initiatives, laid out in more detail below are (1) employ a diverse workforce; (2) encourage a workplace that promotes inclusiveness and belonging; and (3) create a safe and accepting discrimination free work environment.

Goal #1: Employ a diverse workforce

MedMen strives to reach a wide-range of employment applicants in order to build a diverse team for our Boston location. MedMen intends to regularly advertise available employment opportunities and participate in outreach to provide opportunities for employment to as many individuals as possible with a focus on ensuring a diverse and welcoming workplace. MedMen will advertise such positions as they become available. In order to attract a diverse array of individuals to the Company, MedMen intends to:

1. Ensure all new hires understand the Company's commitment to diversity.
2. Actively recruit from communities affected by the War on Drugs and partner with job re-entry organizations to identify these candidates
3. Require that all SVP and above hires have a proven commitment to diversity and inclusion through past work and/or pro bono work.

Goal #2: Encourage a workplace that promotes inclusiveness and belonging.

MedMen will be intentional in cultivating a culture of inclusion, with a focus on employee retention and development. MedMen believes that an inclusive workplace culture is essential to



promoting diversity in the workplace. Inclusion is about ensuring that everyone's voice is heard, opinions are considered, and value to the team is evident. MedMen values differences and creates an environment where people can bring their full and authentic selves to work.

Goal #3: Create a safe, accepting and discrimination-free work environment.

MedMen will maintain policies and practices with the goal of creating a safe and discrimination-free work environment. These efforts may include, but not be limited to: trainings on policies and procedures, maintaining multiple avenues to report complaints, implementing trainings and policies related to anti-discrimination, harassment and retaliation.

Conclusion

MedMen will conduct continuous and regular evaluations of the implementation of its goals and at any point will retool its policies and procedures in order to better accomplish the goals set out in this Diversity Plan and submit an update on our progress with our annual license renewal.