

January 28, 2020



TerrAscend Announces Leadership Changes and Appoints Jason Ackerman Interim CEO

Michael Nashat to step down as CEO and remain on Board

Move solidifies Company's emphasis on its rapidly scaling U.S. Retail, Manufacturing, and Distribution Operations

TORONTO, Jan. 28, 2020 /CNW/ - TerrAscend Corp. (CSE: TER; OTCQX: TRSSF) ("TerrAscend" or "the Company"), the first and only global cannabis company licensed for sales in the U.S., Canada, and the EU, today announced changes to its leadership team. Jason Ackerman, Executive Chairman of the Company, has been named interim CEO, replacing Michael Nashat, who will continue to serve as a member of the Company's Board of Directors and act as a strategic advisor to the Company. The changes are effective immediately.



As a Co-founder and leader of TerrAscend since its inception, Nashat is stepping down as the Company expands its U.S. footprint. Michael and the Company's Board have agreed that a U.S.-based leadership and operations team is necessary to align the Company's efforts and resources across the rapidly expanding U.S. market. Both Michael and the Board are confident that Jason Ackerman is ready to lead those efforts given his strength in operations and discipline in building businesses.

"While it was a difficult decision, I believe given TerrAscend's premier operating assets in the United States, it is now time for me to step into an advisory role and let new U.S.-based management guide TerrAscend as they expand and scale," said Michael Nashat. "Jason's experience in omnichannel retail, distribution and operations are skills that TerrAscend will lean on as it enters this new growth phase. In my time working alongside Jason, it is clear that he is the right person to take on this role, and as a large shareholder, I believe this is what is best for securing TerrAscend's future. I look forward to continuing to advise the Company in my board position and as a strategic advisor."

"We are grateful for the hard work and perseverance that Michael Nashat has demonstrated during his tenure as CEO and Co-Founder of TerrAscend," said Jason Ackerman. "We will continue to value Michael's technical expertise, commitment to research and pharmaceutical knowledge, as he shifts to a strategic advisory role. We remain committed to driving

shareholder value and focusing on the areas of our business that are generating rapid growth and greater margins, particularly in our valuable California, Pennsylvania and New Jersey markets. I look forward to building upon the foundation that Michael has laid, and leading the TerrAscend team forward in this next exciting phase."

Mr. Ackerman is an accomplished leader and business builder, who pioneered the development of the on-line grocery industry. In his eighteen years at the helm of FreshDirect, he built the business from the ground up, organically growing the Company to over \$600 million in annual sales operating in 7 states. He is well-versed in omnichannel retail strategy as well as business operations, logistics and digital transformation. He is a Senior Advisor for the Boston Consulting Group and on the advisory board of The Naked Market and Hart Dairy. Mr. Ackerman received a Bachelor of Business Administration from Boston University.

The Canadian Securities Exchange ("CSE") has neither approved nor disapproved the contents of this news release. Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

About TerrAscend

TerrAscend provides quality products, brands, and services to the global cannabinoid market. As the first North American Operator (NAO), with scale operations in both Canada and the US, the Company participates in the medical and legal adult use market across Canada and in several US states where cannabis has been legalized for therapeutic or adult use. TerrAscend is the first and only cannabis company with sales in the US, Canada, and Europe. TerrAscend operates a number of synergistic businesses, including The Apothecarium, an award-winning cannabis dispensary with several retail locations in California; Arise Bioscience Inc., a manufacturer and distributor of hemp-derived products; Ilera Healthcare, Pennsylvania's premier medical marijuana cultivator, processor and dispenser; Ascendant Laboratories Inc., a biotechnology and licensing company committed to the continuous improvement of cannabinoid expressing plants; Solace RX Inc., a proposed Drug Preparation Premises (DPP) focused on the development of novel formulations and delivery forms; and Valhalla Confections, a manufacturer of premium cannabis-infused edibles. Additionally, TerrAscend holds a cultivation permit in the State of New Jersey and is pending approval for a vertically integrated medical cannabis operation with the ability to operate up to 3 Alternative Treatment Centers. For more information, visit www.terrascend.com.

Caution Regarding Cannabis Operations in the United States

Investors should note that there are significant legal restrictions and regulations that govern the cannabis industry in the United States. Cannabis remains a Schedule I drug under the US Controlled Substances Act, making it illegal under federal law in the United States to, among other things, cultivate, distribute or possess cannabis in the United States. Financial transactions involving proceeds generated by, or intended to promote, cannabis-related business activities in the United States may form the basis for prosecution under applicable US federal money laundering legislation.

While the approach to enforcement of such laws by the federal government in the United States has trended toward non-enforcement against individuals and businesses that comply with medical or adult-use cannabis programs in states where such programs are legal, strict

compliance with state laws with respect to cannabis will neither absolve TerrAscend of liability under US federal law, nor will it provide a defense to any federal proceeding which may be brought against TerrAscend. The enforcement of federal laws in the United States is a significant risk to the business of TerrAscend and any proceedings brought against TerrAscend thereunder may adversely affect TerrAscend's operations and financial performance.

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