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TERRASCEND ANNOUNCES Q3 2017 FINANCIALS

TORONTO, ONTARIO – November 30, 2017 – TerrAscend Corp. (CSE: TER) (“**TerrAscend**” or the “**Company**”) today reported financial results for the third quarter ended September 30, 2017. Financial results and the management discussion and analysis are available on the Company's website (www.terrascend.com) and SEDAR (www.sedar.com).

TerrAscend's Chief Executive Officer, Basem Hanna, noted that “TerrAscend achieved several important new milestones in the third quarter of 2017, including the launch of our drug formulation business, receipt of our license to cultivate cannabis and the planting of our first two crops. Since the end of the quarter, we have continued our momentum with the harvest of our first crops, submission of our sales license application and securing a transformative private placement to fund the company's continued growth.”

Quarterly Business Highlights:

- Solace Health Inc. (“Solace Health”), a wholly-owned subsidiary of TerrAscend, was granted a cultivation license pursuant to Health Canada's Access to Cannabis for Medical Purposes Regulations (“ACMPR”).
- The Company launched Solace Rx Inc. (“SolaceRx”), a 50/50 joint venture with Theomar Ltd., a leader in the drug formulation space.
- The Company's wholly-owned subsidiary, Terra Health Network Inc., continues to develop its patient navigation and education services through both organic growth and strategic acquisitions.

Financials

The Company incurred a net loss of \$1,481,450 or \$0.04 per share for the three months ended September 30, 2017, compared with a net loss of \$167,958 or \$0.02 per share for the three months ended September 30, 2016. The Company ramped up its operations in 2017 in anticipation of becoming a licensed producer, which resulted in an increase in employee compensation, consulting and professional fees compared to the prior year.

Solace Health

Solace Health, a wholly owned subsidiary of TerrAscend, is licensed to cultivate cannabis under Health Canada's ACMPR.

Solace Heath's 67,300 square foot production facility encompasses the highest level of security and adheres to strict environmental and research practices. In November, Solace Health completed its second harvest and has submitted its application for a license to sell cannabis pursuant to the ACMPR.

Transformative \$52M investment

Subsequent to the quarter, the Company announced a \$52M strategic investment by JW Asset Management, Canopy Rivers and Canopy Growth Corporation. Jason Wild of JW Asset Management will be appointed as Chairman of the Board of Directors. This transformative investment provides the Company with necessary resources and strategic relationships to position TerrAscend as a global leader in the cannabis industry.

About TerrAscend

TerrAscend is a vertically-integrated Canadian cannabis company that strives to create and deliver quality products and services that meet the evolving needs of the cannabis market. The Company provides support to patients through its wholly-owned subsidiaries, Solace Health Inc., a licensed producer of medical cannabis under the Access to Cannabis for Medical Purposes Regulations, Terra Health Network Inc. ("Terra Health"), a clinical support program and education platform led by health care professionals, and Solace Rx Inc. ("SolaceRx"), a drug preparation premises for non-cannabis formulations. Please visit www.TerrAscend.com for more information about the Company.

Forward Looking Information

This news release contains certain "forward-looking statements" within the meaning of such statements under applicable securities law. Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this news release. Forward-looking statements include, but are not limited to, the anticipated timing for closing of the private placement, the anticipated use of proceeds of the private placement, achieving a leadership position in the cannabis markets and benefits from the strategic relationship with investors. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result

of new information, future events or otherwise, except as expressly required by applicable law.

The Canadian Securities Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release.

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