

Form of Proxy – Annual Meeting to be held on May 5, 2023
Appointment of Proxyholder

 I/We being the undersigned holder(s) of **Ascend Wellness Holdings, Inc.** (the “Company”) hereby appoint **Abner Kurtin** or failing this person, **Francis Perullo**

OR

Print the name of the person you are appointing if this person is someone other than the Board Nominees listed herein:

 as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual Meeting of Ascend Wellness Holdings, Inc. to be held virtually at <https://web.lumiagm.com/226260758> at 11:00 a.m. (Eastern Time) or at any adjournment or postponement thereof.

	For	Withhold		For	Withhold		For	Withhold	
1. Election of Directors.									
a. Abner Kurtin	<input type="checkbox"/>	<input type="checkbox"/>	b. Francis Perullo	<input type="checkbox"/>	<input type="checkbox"/>	c. Daniel Neville	<input type="checkbox"/>	<input type="checkbox"/>	
d. Scott Swid	<input type="checkbox"/>	<input type="checkbox"/>	e. Josh Gold	<input type="checkbox"/>	<input type="checkbox"/>				
2. Appointment of Auditor. To ratify the appointment of Macias Gini & O'Connell LLP as the independent registered public accounting firm of the Company.	<input type="checkbox"/>						<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Amendment to Stock Incentive Plan. To consider and, if thought appropriate, to pass a resolution (the text of which is disclosed in the Company's proxy statement dated March 24, 2023) to ratify, confirm and approve an amendment to the Company's 2021 stock incentive plan.	<input type="checkbox"/>						<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Authorized Signature(s) – This section must be completed for your instructions to be executed.

 I/we authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, **this Proxy will be voted as recommended by the Board. In the absence of specific directions, the proxy will be voted FOR the election of directors, FOR proposal 2 and FOR proposal 3.**
Signature(s):
Date

	/ / MM / DD / YY

Quarterly Reports – Check the box to the right if you would like to **RECEIVE** our Quarterly Reports on Form 10-Q by mail. See reverse for instructions to sign up for delivery by email.

Annual Report – Check the box to the right if you would like to **RECEIVE** our Annual Report on Form 10-K by mail. See reverse for instructions to sign up for delivery by email.

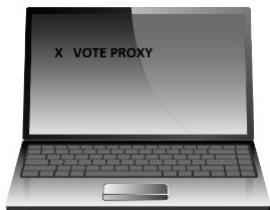
This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 12:00 p.m., Eastern Time, on May 2, 2023.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by the Board.
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE PRIOR TO 12:00 P.M. (EASTERN TIME) ON MAY 2, 2023:



To Vote Your Proxy Online please visit:

<https://login.odysseytrust.com/pxlogin> and click on **VOTE**. You will require the **CONTROL NUMBER** printed with your address to the right. If you vote by Internet, **do not mail** this proxy.

Stockholder Address and Control Number Here

To Virtually Attend the Meeting:

You can attend the meeting virtually by visiting <https://web.lumiagm.com/226260758> and entering the meeting ID 226-260-758 (password ascend2023). For further information on the virtual AGM and how to attend it, please view the management information circular of the company.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at www.odysseycontact.com

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual. A return envelope has been enclosed for voting by mail.