

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: GOODNESS GROWTH HOLDINGS, INC. (the "Issuer").

Trading Symbol: GDNS

Number of Outstanding Listed Securities: 111,041,230

Date: May 2, 2024

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

The Issuer is a United States-based multi-state cannabis company with significant operations in the markets of Maryland, Minnesota, and New York. The Issuer is science-focused and dedicated to providing patients and adult-use customers with high quality cannabis-based products. The Issuer cultivates

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cannabis in environmentally friendly greenhouses, manufactures pharmaceutical-grade cannabis extracts, and sells its products at both Issuer-owned and third-party dispensaries to qualifying patients and adult-use customers.

2. Provide a general overview and discussion of the activities of management.

The Issuer's management team focused on developing licensed facilities, reducing costs, divesting the New York business, increasing access to capital, and improving operations.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

This item is not applicable to the Issuer for the current reporting period.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

This item is not applicable to the Issuer for the current reporting period.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

This item is not applicable to the Issuer for the current reporting period.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

This item is not applicable to the Issuer for the current reporting period.

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

This item is not applicable to the Issuer for the current reporting period.

8. Describe the acquisition of new customers or loss of customers.

This item is not applicable to the Issuer for the current reporting period.

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trademarks.

N/A

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

The Issuer hired 16 employees and 14 employees were terminated, laid off or left for other reasons.

11. Report on any labour disputes and resolutions of those disputes if applicable.

N/A

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

This item is not applicable to the Issuer for the current reporting period.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

This item is not applicable to the Issuer for the current reporting period.

14. Provide details of any securities issued and options or warrants granted.

This item is not applicable to the Issuer for the current reporting period.

15. Provide details of any loans to or by Related Persons.

This item is not applicable to the Issuer for the current reporting period.

16. Provide details of any changes in directors, officers or committee members.

This item is not applicable to the Issuer for the current reporting period.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

On April 30, 2024, it was announced that the U.S. Drug Enforcement Administration will move to reclassify cannabis in the Controlled Substances Act from the Schedule I drug group to the less tightly regulated Schedule III drug group. The proposal must still be reviewed by the White House Office of Management and Budget and then undergo a public comment period and review from an administrative judge before the reclassification will occur.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated May 2, 2024

Amber Shimpa
Name of Director or Senior
Officer

/s/ Amber Shimpa
Signature
President and
Corporate
Secretary
Official Capacity

Issuer Details Name of Issuer Goodness Growth Holdings, Inc.	For April 2024 Month End	Date of Report YY/MM/D 24/05/02
Issuer Address 1000 Cathedral Place, 925 West Georgia Street		
City/Province/Postal Code Vancouver/BC/V6C 3L2	Issuer Fax No.()	Issuer Telephone No.(612) 314- 8996
Contact Name Amber Shimpa	Contact Pos. – President and Corporate Secretary	Contact Telephone No.(612) 314-8996
Contact Email Address ambershimpa@vireohealth.com	Web Site Address: goodnessgrowth.com	

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