CANOPY GROWTH
Q2 2021 EARNINGS PRESENTATION

November 9, 2020

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This presentation contains “forward-looking statements” and “forward-looking information” within the meaning of applicable U.S. and Canadian securities laws (collectively, “**forward-looking statements**”), which involve certain known and unknown risks and uncertainties. Forward-looking statements predict or describe our future operations, business plans, business and investment strategies and the performance of our investments. These forward-looking statements are generally identified by their use of such terms and phrases as “intend,” “goal,” “strategy,” “estimate,” “expect,” “project,” “projections,” “forecasts,” “plans,” “seeks,” “anticipates,” “potential,” “proposed,” “will,” “should,” “could,” “would,” “may,” “likely,” “designed to,” “foreseeable future,” “believe,” “scheduled” and other similar expressions. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statement was made. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by management, are inherently subject to significant business, economic and competitive risks, financial results, results, performance or achievements expressed or implied by those forward-looking statements and the forward-looking statements are not guarantees of future performance. Accordingly, there are or will be important factors that could cause actual outcomes or results to differ materially from those indicated in these statements. A discussion of some of the material factors applicable to Canopy Growth Corporation (“**Canopy**”) can be found under the section entitled “Risk Factors” in Canopy’s Annual Report on Form 10-K for the year ended March 31, 2020, filed with the Securities and Exchange Commission and with applicable Canadian securities regulators, as such factors may be further updated from time to time in its periodic filings with the Securities and Exchange Commission and with applicable Canadian securities regulators, which can be accessed at www.sec.gov/edgar and www.sedar.com, respectively. These factors should not be construed as exhaustive and should be read in conjunction with the other cautionary statements that are included in this presentation and in the filings. Any forward-looking statement included in this presentation is made as of the date of this presentation and, except as required by law, Canopy disclaims any obligation to update or revise any forward- looking statement. Readers are cautioned not to put undue reliance on any forward-looking statement. Forward-looking statements contained in this presentation are expressly qualified by this cautionary statement.

NON-GAAP MEASURES

Adjusted EBITDA is a non-U.S. GAAP measure used by management that is not defined by U.S. GAAP and may not be comparable to similar measures presented by other companies. Adjusted EBITDA is calculated as the reported net (loss) income, adjusted to exclude income tax recovery (expense); other income (expense), net; loss on equity method investments; share-based compensation expense; depreciation and amortization expense; asset impairment and restructuring costs; expected credit losses on financial assets and related charges; and charges related to the flow-through of inventory step-up on business combinations, and further adjusted to remove acquisition-related costs. The Adjusted EBITDA reconciliation is presented within the earnings press release of Canopy dated November 9, 2020 and explained in Canopy's Quarterly Report on Form 10-Q for the period ended September 30, 2020, filed with the Securities and Exchange Commission and with applicable Canadian securities regulators, which can be accessed at www.sec.gov/edgar and www.sedar.com, respectively.

Adjusted Gross Margin is a non-GAAP measures used by management that are not defined by U.S. GAAP and may not be comparable to similar measures presented by other companies. Adjusted Gross Margin is calculated as gross margin excluding charges related to the flow-through of inventory step-up associated with business combinations. The Adjusted Gross Margin reconciliation is presented within the earnings press release of Canopy dated November 9, 2020 available on Canopy's EDGAR and SEDAR pages which can be accessed at www.sec.gov/edgar and www.sedar.com, respectively.

Free Cash Flow or FCF is a non-GAAP measure used by management that is not defined by U.S. GAAP and may not be comparable to similar measures presented by other companies. This measure is calculated as net cash provided by (used in) operating activities less purchases and deposits of property, plant and equipment. The Free Cash Flow reconciliation is presented within the earnings press release of Canopy dated November 9, 2020 and explained in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2020, filed with the Securities and Exchange Commission and with applicable Canadian securities regulators, which can be accessed at www.sec.gov/edgar and www.sedar.com, respectively.

TODAY'S SPEAKERS

David Klein
CEO

Mike Lee
EVP & CFO

AGENDA

- Q2 2021 Key Takeaways
- Progress Against Our Key Strategic Priorities
- Q2 2021 Financial Results
- Q&A

Q2 2021 KEY TAKEAWAYS

Momentum is building across our key businesses as our new strategy is coming to life

- Strong growth and market share gains in our Canadian recreational business
- Accelerating US growth by bringing our differentiated brands to market, and quickly expanding distribution
- Maintaining leading market share in Germany medical market, despite increased competition

We are improving our execution and increasing our agility

- Our fill rates are consistently exceeding 90% in our Canadian recreational B2B business
- Progress in our comprehensive flower quality improvement program is already generating positive results in market
- We are moving quickly to streamline our supply chain and operations

We are accelerating our path to profitability

- We saw another quarter of improvement in our operating expense ratio
- Our end-to-end review has identified significant cost savings opportunities in our COGS, G&A and inventory
- Free Cash Flow improved by 57% compared to Q2 2020

IMPROVING MARKET SHARE IN CANADA

CANADIAN REC[1]
15.5%
200 Bps

REC FLOWER[2]
17.3%
320 Bps

VALUE REC FLOWER[3]
13.7%
930 Bps

Twd.

BEVERAGES[4]
54%

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1. Weighted \$ share of Canadian rec market, Bps improvement Q2 2021 over Q1 2021*
2. Weighted \$ share of Canadian rec flower market, Bps improvement Q2 2021 over Q1 2021*
3. \$ share of Ontario value rec flower market, Bps improvement Q2 2021 over Q1 2021*
4. Weighted \$ share of Canadian cannabis beverage market*

*Source: CGC proprietary Market Share Report utilizing various Private Retail and Government Retail data, as well as Ontario provincial board sales to retailers and OCS data. Includes 9 out of 10 provinces, excluding Quebec

ACCELERATING US GROWTH

Successfully launched
Martha Stewart CBD
Gummies, softgels, and oils in the US

Martha Stewart, Blissed Out on CBD, Is Doing Just Fine
-Article from The New York Times

BioSteel is rapidly expanding distribution for RTD beverages.

Signed distribution agreements with Reyes Beer Division, Manhattan Beer, and other partners in Constellation Brands' Gold Network.

Direct-store-delivery network expected to cover 100% by early 2021.

Storz & Bickel

and

This Works

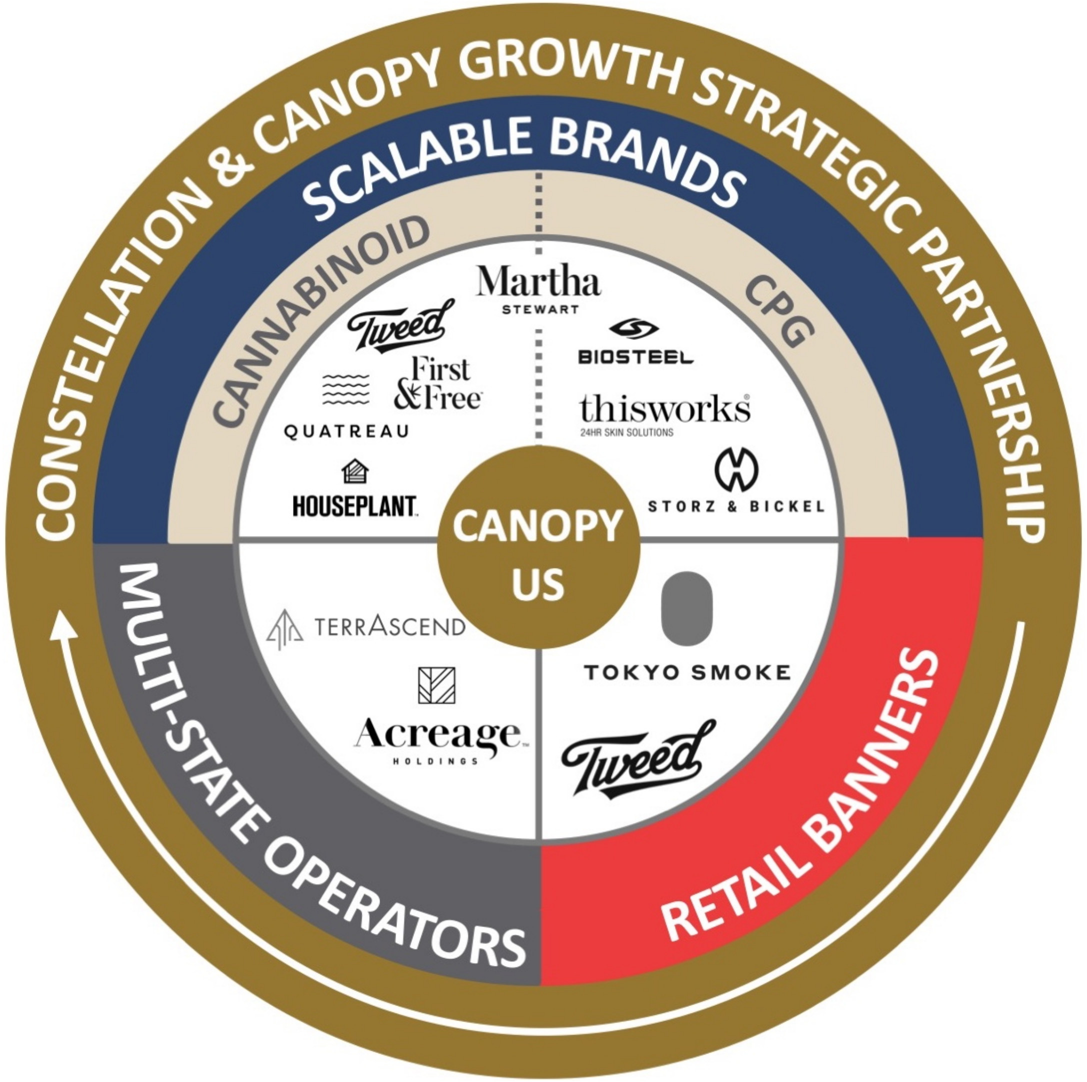
Gaining strength in the US market through distribution gains and consumer demand

BUILD A CANNABIS AND HEMP POWERHOUSE IN THE US UPON PERMISSIBILITY

Scalable Brands
- **Bring our THC brands into the US** market through MSO licensing or hemp-derived CBD extensions
- **Grow new-to-world CBD brands** to meet consumer needs and desires
- Lead **route-to-market** and **portfolio development** with CPG brands

Insights and Innovation
- Apply leading **consumer insights** research across North America
- **Product testing/development** in Canada, designed for the consumer

US MSO Relationships
- **A fast start into US THC** through existing relationships with Acreage & TerrAscend
- **Path to deploy Canopy's IP** into US to build brand awareness



Constellation Brands Partnership
- **Balance sheet strength** and access to banking
- Leverage Constellation's **powerful distributor network and key account relationships**
- **Sharing of best practices** across Insights, R&D, and Operations
- **GR and Legal teams joint engagement** with officials

Experience and Capabilities
- **Learnings from Canada** (facility expansion, medical market) to be applied to the US
- **Senior leadership with experience** and capabilities across both US and Canada

Retail Banners
- Tokyo Smoke and Tweed retail store banners to **build brand awareness**
- **Innovation testing ground**

IMPROVING QUALITY AND EXECUTION

- Flower quality improvement program is generating positive results
- Initiatives underway to identify redundancies in production, and streamline quality assurance release program, to improve agility
- Supply attainment consistently over 90% during Q2 21
- Opened 9 corporate-owned retail stores in Alberta in Q2 21 and increased market share within our corporate owned retail stores to 54%

TRACKING OUR KPI

Meeting or Exceeding Target | Approaching Target | Below Target

- *Our market share in the Canadian recreational market grew by 200 bps in Q2 2021 vs Q1 2021* [6]
- *#1 Market share in Germany dried flower, and #2 market share in Canadian medical* [6]
- *Supply attainment improved to over 90% in Q2 2021*
- *Gross margins continue to be negatively impacted by under-absorption of fixed costs due to lower production output*
- *Total SG&A expenses declined by 19% versus Q2 2020*
- *Working capital declined versus Q2 2020 but increased from Q1 2021, mostly due to timing*

	Q4 2020	Q1 2021	Q2 2021
WIN WITH CONSUMER			
#1 or #2 Market Share in Canada			
#1 or #2 Market Share in US			
#1 or #2 Market Share in Germany			
Net Sales Growth (YoY)			
QUALITY EXECUTION			
Customer Order Fill Rate [1]			
Stock Out at Retail			
ACHIEVE PROFITABILITY			
Gross Margin [2]			
SG&A Ratio Trend [3]			
ACHIEVE POSITIVE CASH FLOW			
Working Capital Trend [4]	N/A		
Capex Trend [5]			

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1. Customer Order Fill Rate: Target of at least 95% in supply attainment (inventory availability per plan)
2. Gross Margin: Near-term target of 40%
3. SG&A Ratio Trend: Target declining trend in SG&A as % of sales
4. Working Capital Trend: Target a declining trend in working capital
5. Capex Trend: Target a declining trend in capex
6. Weighted $ share of Canadian Market; Source: CGC proprietary Market Share Report utilizing various Private Retail and Government Retail data, as well as Ontario provincial board sales to retailers and OCS data. Includes 9 out of 10 provinces, excluding Quebec; German Market Share Source: Pharmacy data and CGC estimates

Q2 2021 FINANCIAL RESULTS

Q2 2021 KEY FINANCIAL HIGHLIGHTS

(CDN in millions)	**Q2 21**	Q2 20	*vs. Q2 20*
Net Revenue	**$135.3**	$76.6	*77%*
Gross Margin	**19%**	5%	*14pp*
Adjusted EBITDA	**($85.7)**	($150.4)	*43%*
Free Cash Flow	**($190.4)**	($442.1)	*57%*
Cash/Marketable Secs.	**$1,722.2**	$2,736.2	*(37%)*

Key Takeaways

- *Net revenue increased 77% year-over-year, benefiting from favorable comparison, as Q2 2020 results included a $32.7 million charge for returns, return provisions and pricing allowances*
- *Net revenue increased 24% year-over-year, adjusted for last year's charge*
- *Gross margin of 19% was up 1400bps versus Q2 2020*
- *Adjusted EBITDA loss narrowed to ($85.7m)*
- *Free Cash Flow of -$190mm was a 57% improvement versus Q2 2020*

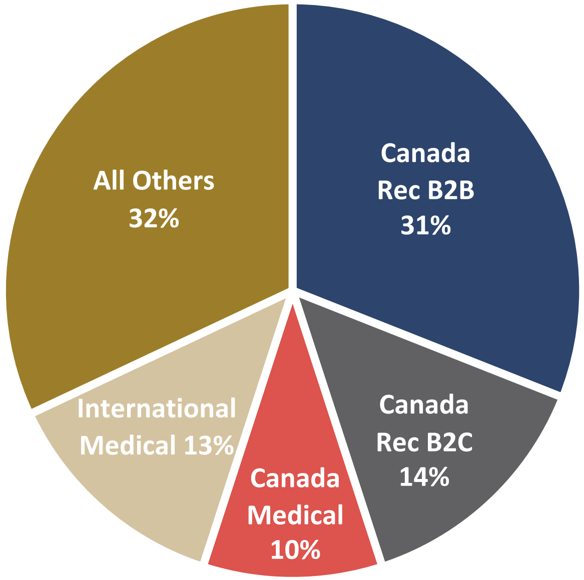
- Adjusted EBITDA and Free Cash Flow are Non-GAAP measures

REVENUE PERFORMANCE BY SEGMENT

- Canadian rec revenue grew 12% YoY, adjusted for the charge, and 38% QoQ
- Canadian medical net revenue increased 7% YoY, driven primarily by higher average order sizes
- All other revenue increased by 60% on an organic basis, adjusting for the timing of the acquisition of BioSteel

(CDN in millions)	Q2 21	Q2 20	vs. Q2 20
Canadian Recreational Net Revenue			
B2B	$42.2	$8.8	*380%*
B2C	$18.7	$13.1	*43%*
	$60.9	**$21.9**	***178%***
Canadian Medical Net Revenue	$13.9	$13.0	*7%*
International Medical Net Revenue	$17.5	$18.1	*(3%)*
	31.4	**31.1**	***1%***
Cannabis Net Revenue	**92.3**	**53.0**	***74%***
All Others Net Revenue	$43.0	$23.6	*82%*
Net Revenue	**$135.3**	**$76.6**	***77%***

Q2 2021 NET REVENUE MIX



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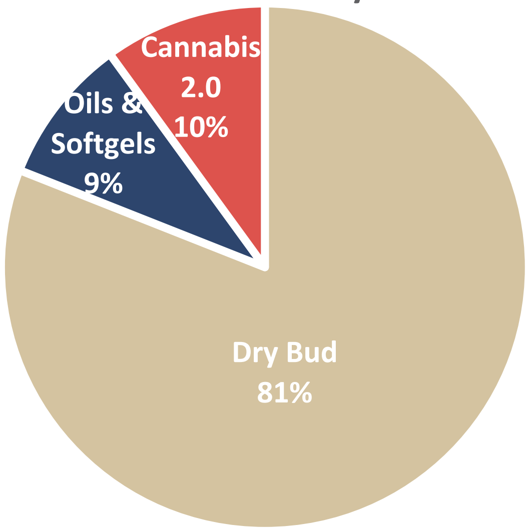
REVENUE PERFORMANCE BY FORMAT

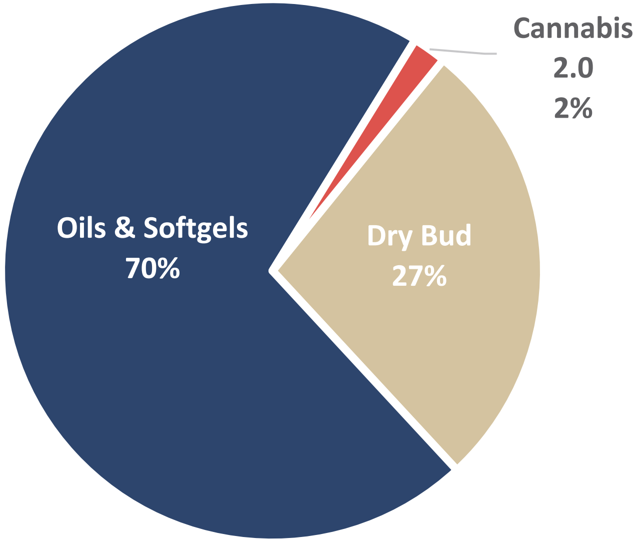
- Flower and pre-roll sales grew in Canadian rec business in Q2 2021 versus Q1 2021
- 2.0 products accounted for 10% of Canadian rec, and 8% of Canadian B2B rec revenue
- In medical, oil and softgels accounted for 70% of total gross revenue

(CDN in millions)	Q2 21	Q2 20	vs. Q2 20
Canadian Recreational Net Revenue			
Dry Bud	$63.9	$59.0	*8%*
Oils and Softgels	$7.0	$3.4	*106%*
Cannabis 2.0 Products	$8.0	$-	*NM*
Other Revenue Adjustments	($3.8)	($32.7)	*88%*
Excise Taxes	($14.2)	($7.8)	*(82%)*
	$60.9	**$21.9**	***178%***
Global Medical Net Revenue			
Dry Bud	$9.0	$9.6	*(6%)*
Oils and Softgels	$23.1	$22.7	*2%*
Cannabis 2.0 Products	$0.7	$-	*NM*
Excise Taxes	($1.4)	($1.2)	*(17%)*
	$31.4	**$31.1**	***1%***
Cannabis Net Revenue	**$92.3**	**$53.0**	***74%***
All Others Net Revenue	$43.0	$23.6	*82%*
Net Revenue	**$135.3**	**$76.6**	***77%***

Canadian Recreational Sales by Format – Q2 2021



Global Medical Sales by Format[1] – Q2 2021



1. Figures may not add up to 100% due to rounding

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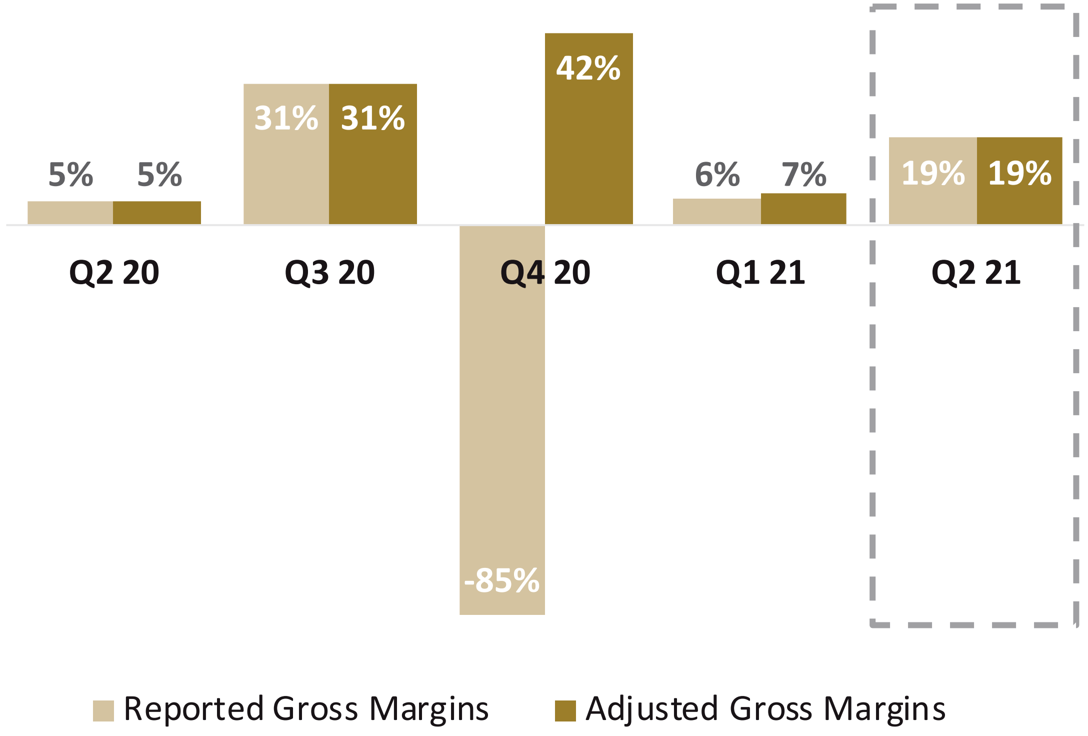
GROSS MARGIN PERFORMANCE

Quarterly Gross Margin Trend



Drivers of Q2 2021 Gross Margin Performance

(-) Negative impact from under-absorption of fixed costs due to lower production output, as well as higher period costs

(-) Unfavorable business mix driven by lower contribution from international medical business

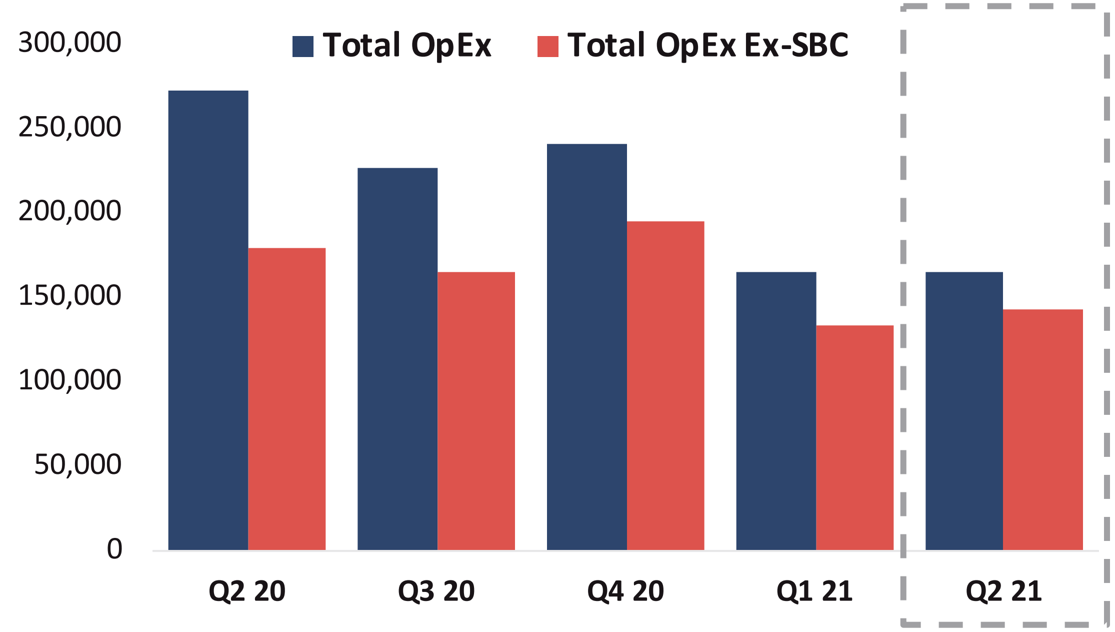
(+) Lower inventory adjustment relative to Q1 2021

(+) Headcount reductions in operations completed during the quarter

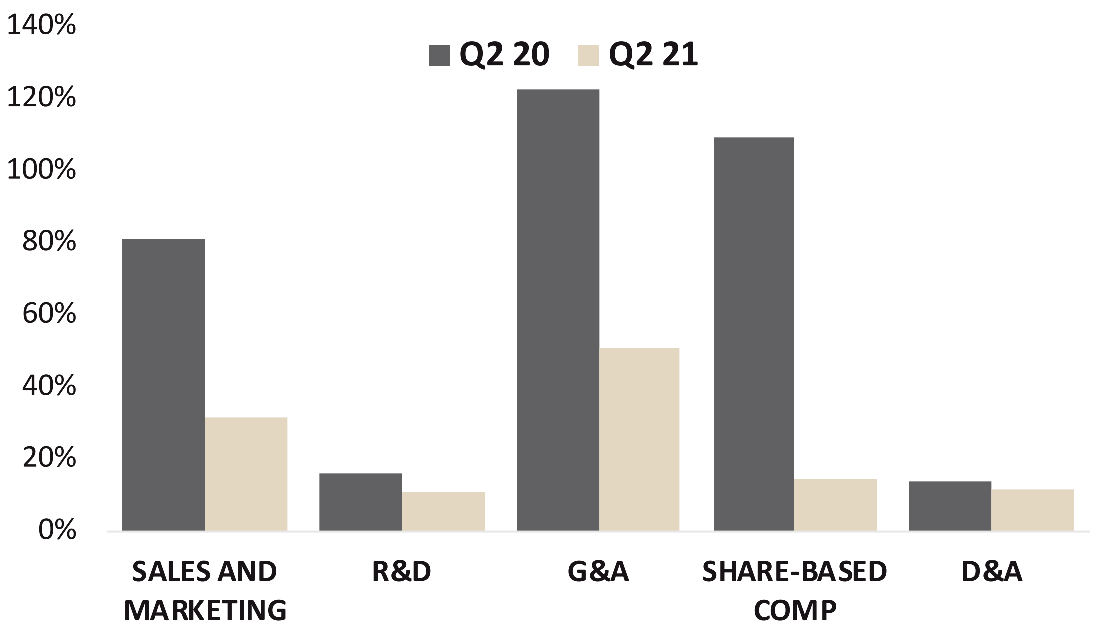
- Q4 2020 Adjusted Gross Margins excludes restructuring and other charges recorded in cost of goods sold and inventory step-up costs
- Adjusted Gross Margin is a Non-GAAP measure

OPEX TREND

Quarterly OpEx Trend (C$ in `000s)



OpEx as a Percentage of Net Sales (Q2 2020 vs. Q2 2021)



- Excluding acquisition costs, total SG&A costs declined by 20% versus Q2 2020
- Total SG&A costs increased 7% versus Q1 2021

- Significant reduction in SG&A expense ratio compared to Q2 2020
- Stock-based compensation declined 76% year-over-year

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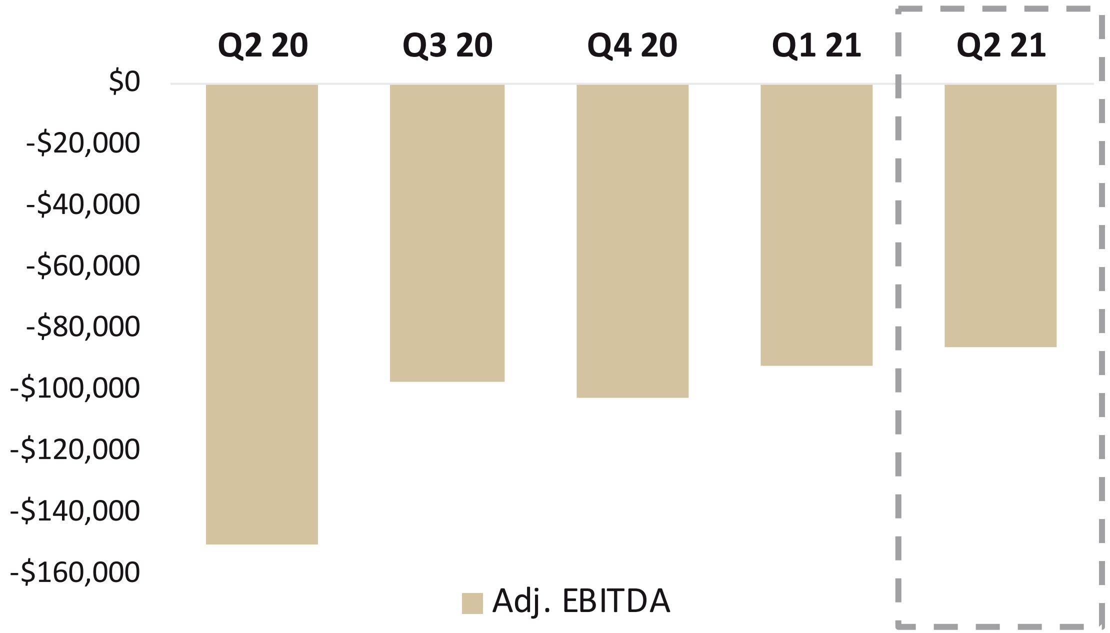
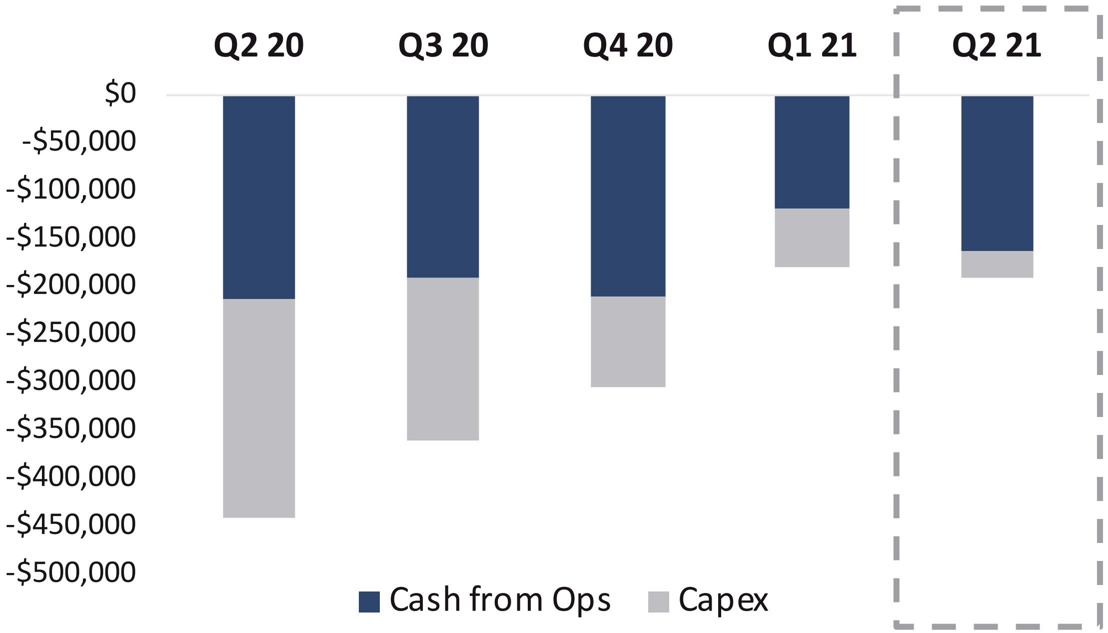
- ‘OpEx’ refers to Operating Expense
- ‘OpEx Ex-SBC’ refers to Operating Expense excluding Shared-Based Compensation
- Total OpEx excludes acquisition costs and asset impairment and restructuring costs

ADJUSTED EBITDA AND FREE CASH FLOW

Adjusted EBITDA Trend (C$ in `000s)



Free Cash Flow Trend (C$ in `000s)



Free Cash Flow—57% improvement over Q2 2020

Adjusted EBITDA and Free Cash Flow are Non-GAAP measures

APPENDIX

Adjusted EBITDA Reconciliation (Non-GAAP)

Adjusted EBITDA[1] Reconciliation (Non-GAAP Measure)

(in thousands of Canadian dollars, unaudited)	Three months ended September 30, 2020	2019
Net (loss) income	$ (96,552)	$ 242,650
Income tax expense (recovery)	552	(5,767)
Other (income) expense, net	(221,256)	(509,893)
Loss on equity method investments	32,991	2,171
Share-based compensation[2]	21,984	92,881
Acquisition-related costs	3,472	2,562
Depreciation and amortization[2]	31,758	25,016
Asset impairment and restructuring costs	46,363	-
Expected credit losses on financial assets and related charges	94,745	-
Charges related to the flow-through of inventory step-up on business combinations	281	-
Adjusted EBITDA[1]	$ (85,662)	$ (150,380)

[1] Adjusted EBITDA is a non-GAAP measure. See "Non-GAAP Measures".

[2] From Condensed Interim Consolidated Statements of Cash Flows.

Free Cash Flow (Non-GAAP) Reconciliation

Free Cash Flow Reconciliation[1]

(in thousands of Canadian dollars, unaudited)	Three months ended September 30, 2020	2019
Net cash used in operating activities	$ (161,749)	$ (213,795)
Purchases of and deposits on property, plant and equipment	(28,648)	(228,326)
Free cash flow[1]	$ (190,397)	$ (442,121)

[1]Free cash flow is a non-GAAP measure. See "Non-GAAP Measures".

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THANK YOU