

The instructions accompanying this Letter of Transmittal should be read carefully before this Letter of Transmittal is completed or submitted to Four River. If you have any questions or require more information with regard to the procedures for completing this Letter of Transmittal, please contact Four River as shown on back page hereof.

**LETTER OF TRANSMITTAL
FOR COMMON SHARES OF
CANABO MEDICAL CORPORATION**

TO: FOUR RIVER VENTURES LTD. (“Four River”), to be renamed “CANABO MEDICAL INC.”
AND TO CANABO MEDICAL CORPORATION (“Canabo”)

This Letter of Transmittal is for use by registered holders (“**Registered Shareholders**”) of common shares of Canabo (in connection with the proposed plan of arrangement (the “**Arrangement**”) involving Four River and Canabo that has been approved by unanimous written consent by special resolution of the common shareholders of Canabo (the “**Arrangement Resolution**”). The Arrangement involves, among other things, a 2:1 share consolidation of the capital of Four River, and the acquisition by Four River of all of the outstanding Canabo Common Shares by way securities exchange under a plan of arrangement, on the basis of one (1) post-consolidation common share of Four River (a “**Four River Share**”) for every Canabo Common Share, all as set forth in further detail in the Filing Statement of Four River dated October 26, 2016 for the Arrangement (the “**Filing Statement**”) to be filed on SEDAR under Four River’s profile (www.sedar.com). **Four River will also be changing its name to “Canabo Medical Inc.”, or such other name as may be acceptable to regulatory authorities.** The terms and conditions of the Arrangement are incorporated by reference in this Letter of Transmittal and capitalized terms used but not defined in this Letter of Transmittal have the meanings set out in the Filing Statement. Registered Shareholders are encouraged to carefully review the Filing Statement in its entirety.

This Letter of Transmittal is for use by the registered shareholders of physical share certificates of Canabo only and is not to be used by beneficial holders of Canabo Common Shares who are not Registered Shareholders (the “Beneficial Shareholders”). A Beneficial Shareholder does not have Canabo Common Shares registered in its name; rather, such Canabo Common Shares are held by an intermediary or clearing agency such as CDS. If you are a Beneficial Shareholder, you should contact your intermediary for instructions and assistance in delivering your certificates representing Canabo Common Shares and receiving the consideration for such Canabo Common Shares.

The Arrangement is anticipated to close on or about November 9, 2016. If the Arrangement is completed, at the Effective Time, Registered Shareholders will be entitled to receive, in exchange for each Canabo Share held, one Four River Share.

Holders of fractional Canabo Common Shares (if any) are not entitled to receive fractional Four River Shares in connection with the Arrangement. The number of Four River Shares to be distributed to holders of Canabo Common Shares under the Arrangement shall be rounded down to the nearest whole Four River Share, in the event that a holder of Canabo Common Shares would otherwise be entitled to a fractional share.

In order to receive the appropriate number of Four River Shares that a holder of Canabo Common Shares is entitled to receive pursuant to the Arrangement, Registered Shareholders are required to return the certificate(s) representing their Canabo Common Shares to Four River. This Letter of Transmittal, properly completed and duly executed, together with all other required documents,

must accompany the certificate(s) for Canabo Common Shares delivered to Four River pursuant to the Arrangement.

Whether or not the undersigned delivers the required documentation to Four River, as of the Effective Time, the undersigned will cease to be a holder of Canabo Common Shares and, subject to the ultimate expiry identified below, will only be entitled to receive the consideration to which the undersigned is entitled under the Arrangement. **REGISTERED SHAREHOLDERS WHO DO NOT DELIVER CERTIFICATES REPRESENTING THEIR CANABO COMMON SHARES AND ALL OTHER REQUIRED DOCUMENTS TO FOUR RIVER ON OR BEFORE THE SIXTH ANNIVERSARY OF THE EFFECTIVE DATE WILL LOSE THEIR RIGHT TO RECEIVE ANY CONSIDERATION FOR THEIR CANABO COMMON SHARES AND ANY CLAIM OR INTEREST OF ANY KIND OR NATURE AGAINST CANABO OR FOUR RIVER THEREFOR SHALL CEASE.**

Please read the Filing Statement and the instructions set out below carefully before completing this Letter of Transmittal. Delivery of this Letter of Transmittal to an address other than as set forth herein will not constitute a valid delivery. If Canabo Common Shares are registered in different names, a separate Letter of Transmittal must be submitted for each different Registered Shareholder. See Instruction 2.

In connection with the Arrangement, the undersigned hereby delivers to Four River the enclosed certificate(s) representing Canabo Common Shares, details of which are as follows:

Certificate Number(s)	Name(s) in which Registered	Number of Canabo Common Shares Represented by Certificate
	TOTAL	

(Please print or type. If space is insufficient, please attach a list to this Letter of Transmittal in the above form.)

It is understood that, upon receipt of this duly completed and signed Letter of Transmittal and of the certificate(s) representing the Canabo Common Shares deposited herewith (the “**Deposited Canabo Common Shares**”) and following the Effective Time of the Arrangement, Four River will deliver or cause to be delivered to the undersigned, in accordance with the issuance and delivery instructions provided in Box A and Box B below, certificates representing the Four River Shares that the undersigned is entitled to receive under the Arrangement or hold such certificates for pick-up in accordance with the instructions set out in Box C below, and the certificate(s) representing the Deposited Canabo Common Shares will forthwith be cancelled.

The undersigned holder of Canabo Common Shares represents and warrants in favour of Canabo, and Four River that: (i) the undersigned is the registered holder of the Deposited Canabo Common Shares and that such Deposited Canabo Common Shares represent all of the Canabo Common Shares owned, directly or indirectly, by the undersigned; (ii) such Deposited Canabo Common Shares are owned by the undersigned free and clear of all mortgages, liens, charges, encumbrances, security interests and adverse claims; (iii) the undersigned has full power and authority to execute and deliver this Letter of Transmittal and to deposit,

sell, assign, transfer and deliver the Deposited Canabo Common Shares and that, when the Four River Shares are delivered, none of Canabo and Four River, or any affiliate thereof or successor thereto will be subject to any adverse claim in respect of such Deposited Canabo Common Shares; (iv) the Deposited Canabo Common Shares have not been sold, assigned or transferred, nor has any agreement been entered into to sell, assign or transfer any such Deposited Canabo Common Shares, to any other person; (v) the transfer of the Deposited Canabo Common Shares complies with all applicable laws; (vi) all information inserted by the undersigned into this Letter of Transmittal is complete, true and accurate; and (vii) the delivery of the applicable number of Four River Shares will discharge any and all obligations of Canabo and Four River with respect to the matters contemplated by this Letter of Transmittal and the Arrangement. These representations and warranties shall survive the completion of the Arrangement.

The undersigned hereby agrees to transfer to Four River, effective at the Effective Time and pursuant to the Arrangement, all right, title and interest in the Deposited Canabo Common Shares, and the undersigned hereby confirms that it has irrevocably appointed and constituted John Philpott, the President of Canabo, the lawful attorney of the undersigned, with full power of substitution, to deliver the consent deposited with respect to the vote on the Arrangement Resolution for the Deposited Canabo Common Shares pursuant to the Arrangement, and to effect the transfer of the Deposited Canabo Common Shares on the books of Canabo to the extent and in the manner provided under the Arrangement. Once the transfer of the Deposited Canabo Shares to Four River is completed, the undersigned hereby revokes any and all authority, whether as agent, attorney-in-fact, proxy or otherwise, previously conferred or agreed to be conferred by the undersigned with respect to the Deposited Canabo Common Shares, and no subsequent authority, whether as agent, attorney-in-fact, proxy or otherwise, will be granted with respect to the Deposited Canabo Common Shares.

The undersigned will, upon request, execute any signature guarantees or additional documents deemed by Four River to be reasonably necessary or desirable to complete the transfer of the Deposited Canabo Common Shares contemplated by this Letter of Transmittal.

The undersigned agrees that all questions as to validity, form, eligibility (including timely receipts) and acceptance of any Canabo Common Shares transferred in connection with the Arrangement shall be determined by Four River in its sole discretion and that such determination shall be final and binding, and acknowledges that there is no duty or obligation upon Canabo, Four River, or any other person to give notice of any defect or irregularity in any such surrender of Canabo Common Shares and no liability will be incurred by any of them for failure to give any such notice.

The undersigned hereby acknowledges that the delivery of the Deposited Canabo Common Shares shall be effected and the risk of loss to such Deposited Canabo Common Shares shall pass to Four River only upon proper receipt thereof by Four River.

Each authority conferred or agreed to be conferred by the undersigned in this Letter of Transmittal shall survive the death or incapacity of the undersigned and any obligation of the undersigned hereunder shall be binding upon the heirs, personal representatives, legal representatives, successors and assigns of the undersigned.

The undersigned instructs Four River to mail the certificates representing the Four River Shares that the undersigned is entitled to pursuant to the Arrangement, in exchange for the Deposited Canabo Common Shares, promptly after the Effective Time, by first-class insured mail, postage prepaid, to the undersigned, or to hold such certificates representing the Four River Shares for the Deposited Canabo Common Shares for pick-up, in accordance with the instructions given below.

It is understood that the undersigned will not receive the Four River Shares under the Arrangement in respect of the Deposited Canabo Common Shares until the certificate(s) representing the Deposited Canabo Common Shares owned by the undersigned are received by Four River at the address set forth on the back

of this Letter of Transmittal, together with a duly completed Letter of Transmittal and such additional documents as Four River may require, and until the same are processed by Four River. It is understood that under no circumstances will interest accrue or be paid in respect of the Deposited Canabo Common Shares in connection with the Arrangement.

By reason of the use by the undersigned of an English language Letter of Transmittal, the undersigned and each of you shall be deemed to have required that any contract in connection with the delivery of the Canabo Common Shares pursuant to the Arrangement through this Letter of Transmittal, as well as all documents related thereto, be drawn exclusively in the English language. En raison de l'utilisation d'une lettre d'envoi en langue anglaise par le soussigné, le soussigné et les destinataires sont présumés avoir requis que tout contrat relié à l'envoi d'actions ordinaires de Canabo en vertu de l'arrangement au moyen de la présente lettre d'envoi, de même que tous les documents qui s'y rapportent, soient rédigés exclusivement en langue anglaise.

This letter will be governed by and construed in accordance with the laws of the Province of British Columbia and the federal laws of Canada applicable therein.

BOX A ISSUANCE INSTRUCTIONS
<input type="checkbox"/> Issue Four River Shares in the name of: <i>(please print or type)</i>

(Name)

(Street Address and Number)

(City and Province or State)

(Country and Postal (Zip) Code)

(Telephone – Business Hours)

(Social Insurance Number or Taxpayer Identification Number)

BOX B SPECIAL DELIVERY INSTRUCTIONS
To be completed ONLY if the Four River Shares to which the undersigned is entitled pursuant to the Arrangement is to be sent to someone other than the person shown in Box A or to an address other than the address shown in Box A
<input type="checkbox"/> Same address as Box A; or

(Name)

(Street Address and Number)

(City and Province or State)

(Country and Postal (Zip) Code)

BOX C – SPECIAL PICK-UP INSTRUCTIONS
<input type="checkbox"/> HOLD FOR PICK-UP AT THE OFFICE OF FOUR RIVER WHERE THE CANABO COMMON SHARES WERE DEPOSITED

BOX D – U.S. STATUS

All Registered Shareholders must place an "X" in the applicable box below.

- The Registered Shareholder is not a U.S. Person, a person in the United States, or a person acting for the account or benefit of a U.S. Person or a person in the United States.
- The Registered Shareholder is a U.S. Person, a person in the United States, or a person acting for the account or benefit of a U.S. Person or a person in the United States.

For the definition of "U.S. Person" see Instruction 6.

<p style="text-align: center;">BOX E – SIGNATURE GUARANTEE</p> <p style="text-align: center;">Signature guaranteed by <i>(if required under Instruction 3)</i></p> <hr/> <p style="text-align: center;">(Authorized Signature)</p> <hr/> <p style="text-align: center;">Name of Guarantor <i>(please print or type)</i></p> <hr/> <p style="text-align: center;">Address <i>(please print or type)</i></p> <hr/> <p style="text-align: center;">Area Code and Telephone Number</p>	<p style="text-align: center;">BOX F - SIGNATURE</p> <p>Dated: _____</p> <hr/> <p style="text-align: center;">(Signature of Shareholder or authorized representative)</p> <hr/> <p style="text-align: center;">(Signature of any joint holder)</p> <hr/> <p style="text-align: center;">(Name of Shareholder)</p> <hr/> <p style="text-align: center;">(Name of authorized representative)</p> <hr/> <p style="text-align: center;">(Social Insurance Number or Taxpayer Identification Number)</p> <hr/> <p style="text-align: center;">(Daytime Telephone Number of Shareholder or Authorized Representative)</p> <hr/> <p style="text-align: center;">(Daytime Facsimile Number of Shareholder or authorized representative)</p>
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INSTRUCTIONS

1. Use of Letter of Transmittal

- (a) Registered Shareholders should read the accompanying Filing Statement prior to completing this Letter of Transmittal. The terms and conditions of the Arrangement are incorporated by reference into this Letter of Transmittal and capitalized terms used but not defined in this Letter of Transmittal have the meanings set out in the Filing Statement.
- (b) This Letter of Transmittal duly completed and signed (or an originally signed facsimile copy thereof) together with accompanying certificates representing the Canabo Common Shares and all other required documents must be sent or delivered to Four River at the addresses set out on the back of this Letter of Transmittal. In order to receive the Four River Shares under the Arrangement for the Deposited Canabo Common Shares, it is recommended that the foregoing documents be received by Four River at the address set out on the back of this Letter of Transmittal as soon as possible.

- (c) The method used to deliver this Letter of Transmittal and any accompanying certificates representing Canabo Common Shares and all other required documents is at the option and risk of the Registered Shareholder and delivery will be deemed effective only when such documents are actually received, Canabo recommends that the necessary documentation be hand delivered to Four River at the address set out on the back of this Letter of Transmittal, and a receipt obtained; otherwise the use of registered mail with return receipt requested, properly insured, is recommended. Beneficial Shareholders whose Canabo Common Shares are registered in the name of a broker, investment dealer, bank, trust company or other nominee should contact that nominee for assistance in depositing those Canabo Common Shares. Delivery to an office other than to the specified office does not constitute delivery for this purpose.
- (d) Four River reserves the right if it so elects in its absolute discretion to waive any defect or irregularity contained in any Letter of Transmittal and/or accompanying documents received by it.
- (e) If the certificates representing the Four River Shares is to be issued in the name of a person other than the person(s) signing this Letter of Transmittal or if the certificates representing the Four River Shares and any Cheque is to be mailed to someone other than the person(s) signing this Letter of Transmittal or to the person(s) signing this Letter of Transmittal at an address other than that shown above, the appropriate boxes on this Letter of Transmittal should be completed (Box A and Box B).

2. Signatures

This Letter of Transmittal must be completed and signed by the registered holder of Canabo Common Shares or by such Registered Shareholder's duly authorized representative (in accordance with paragraph 4 below of these Instructions).

- (a) If this Letter of Transmittal is signed by the Registered Shareholders of the accompanying certificate(s), such signature(s) on this Letter of Transmittal must correspond with the name(s) as registered or as written on the face of such certificate(s) without any change whatsoever, and the certificate(s) need not be endorsed. If such deposited certificate(s) are owned of record by two or more joint owners, all such owners must sign this Letter of Transmittal.
- (b) If this Letter of Transmittal is signed on behalf of a Registered Shareholder by a person other than the registered holder(s) of the accompanying certificate(s), or if certificate(s) representing Four River Shares are to be issued to a person other than the Registered Shareholder:
 - (i) such deposited certificate(s) must be endorsed or be accompanied by appropriate share transfer power(s) of attorney duly and properly completed by the Registered Shareholder; and
 - (ii) the signature on such endorsement or share transfer power(s) of attorney must correspond exactly to the name of the Registered Shareholder as registered or as appearing on the certificate(s) and must be guaranteed as noted in paragraph 3 below of these Instructions.
- (c) If any of the Deposited Canabo Common Shares are registered in different names on several certificates, it will be necessary to complete, sign and submit as many separate

Letters of Transmittal as there are different registrations of such Deposited Canabo Common Shares.

3. **Guarantee of Signatures**

If this Letter of Transmittal is signed on behalf of a Registered Shareholder by a person other than the registered holder(s) of the Canabo Common Shares such signature must be guaranteed by an Eligible Institution (as defined below), or in some other manner satisfactory to Four River (except that no guarantee is required if the signature is that of an Eligible Institution). An “**Eligible Institution**” means a Canadian Schedule I chartered bank, a member of the Securities Transfer Agent Medallion Program (STAMP), a member of the Stock Exchange Medallion Program, (SEMP) or a member of the New York Stock Exchange, Inc. Medallion Signature Program (MSP). Members of these programs are usually members of a recognized stock exchange in Canada or the United States, members of the Investment Industry Regulatory Organization of Canada, members of the Financial Industry Regulatory Authority or banks and trust companies in the United States.

4. **Fiduciaries, Representatives and Authorizations**

Where this Letter of Transmittal or any share transfer power(s) of attorney is executed by a person as an executor, administrator, trustee or guardian, or on behalf of a corporation, partnership or association or is executed by any other person acting in a representative capacity, such person should so indicate when signing and this Letter of Transmittal must be accompanied by satisfactory evidence of the authority to act. Four River, in its discretion, may require additional evidence of authority or additional documentation.

5. **Delivery Instructions**

The certificates representing Four River Shares to be issued in exchange for the Deposited Canabo Common Shares will be issued in the name of the person indicated in Box A and delivered to the address indicated in Box A (unless another address has been provided in Box B). If any certificates representing Four River Shares is to be held for pick-up at the offices of Four River, complete Box C. If neither Box A nor Box B is completed, any certificates representing Four River Shares issued in exchange for the Deposited Canabo Common Shares will be issued in the name of the registered holder of the Deposited Canabo Common Shares and will be mailed to the address of the registered holder of the Deposited Canabo Common Shares as it appears on the register of Canabo. Any certificates mailed in accordance with this Letter of Transmittal will be deemed to be delivered at the time of mailing.

6. **U.S. Persons**

For purposes of this Letter of Transmittal, a “**U.S. Person**” is a beneficial owner of Canabo Common Shares, that, for U.S. federal income tax purposes, is (a) an individual who is a citizen or resident of the U.S., (b) a corporation, partnership, or other entity classified as a corporation or partnership for U.S. federal income tax purposes, that is created or organized in or under the laws of the United States, or any political subdivision thereof or therein, (c) an estate if the income of such estate is subject to U.S. federal income tax regardless of the source of such income, or (d) a trust if (i) such trust has validly elected to be treated as a U.S. person for U.S. federal income tax purposes or (ii) a U.S. court is able to exercise primary supervision over the administration of such trust and one or more U.S. persons have the authority to control all substantial decisions of such trust.

TO ENSURE COMPLIANCE WITH TREASURY DEPARTMENT CIRCULAR 230, SHAREHOLDERS ARE HEREBY NOTIFIED THAT: (A) ANY DISCUSSION OF U.S. FEDERAL TAX ISSUES IN THIS LETTER OF TRANSMITTAL OR THE FILING STATEMENT IS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED BY SUCH SHAREHOLDERS, FOR THE PURPOSE OF AVOIDING PENALTIES THAT MAY BE IMPOSED ON SUCH SHAREHOLDERS UNDER THE INTERNAL REVENUE CODE; (B) SUCH DISCUSSION IS BEING USED IN CONNECTION WITH THE PROMOTION OR MARKETING (WITHIN THE MEANING OF CIRCULAR 230) OF THE TRANSACTIONS OR MATTERS ADDRESSED HEREIN; AND (C) EACH SHAREHOLDER SHOULD SEEK ADVICE BASED ON ITS PARTICULAR CIRCUMSTANCES FROM AN INDEPENDENT TAX ADVISOR.

7. Lost Certificates

If a certificate representing Canabo Common Shares has been lost, stolen or destroyed, this Letter of Transmittal should be completed as fully as possible and forwarded, together with a letter describing the loss, to Four River. Four River and/or Canabo will respond with replacement requirements (which will include bonding requirement) that must be satisfied in order for the undersigned to receive payment of the consideration in accordance with the Arrangement.

8. Miscellaneous

- (a) If the space on this Letter of Transmittal is insufficient to list all certificates for Canabo Common Shares, additional certificate numbers and number of Canabo Common Shares may be included on a separate signed list affixed to this Letter of Transmittal.
- (b) If Canabo Common Shares are registered in different forms (e.g., “John Doe” and “J. Doe”) a separate Letter of Transmittal should be signed for each different registration.
- (c) No alternative, conditional or contingent deposits of Canabo Common Shares will be accepted and no fractional Four River Shares will be issued.
- (d) Additional copies of the Letter of Transmittal may be obtained from Four River at the address set out on the back of this Letter of Transmittal.
- (e) This Letter of Transmittal will be construed in accordance with and be governed by the laws of the Province of British Columbia and the federal laws of Canada applicable therein.

9. Representations

The representations made by the holders of Canabo Common Shares in this Letter of Transmittal will survive the Effective Time of the Arrangement.

THE ADDRESS FOR DELIVERY OF THE CANABO COMMON SHARES IS:

Four River Ventures Ltd.
Suite 1750 – 1185 West Georgia Street
Vancouver, BC, V6E 4E6
Attention: Paul A. Bowes

Inquiries:

Telephone: (604) 899-0106
E-Mail: ian@imkmanagement.com

**Any questions and requests for assistance may be directed by
holders of Canabo Common Shares to Four River
at the telephone number and locations set out above.**