

OFFICER'S CERTIFICATE

TO: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Ontario Securities Commission

RE: Annual and Special Meeting of Shareholders of The Flowr Corporation (the
“Company”) to be held on June 11, 2019 (the “Meeting”)

With reference to National Instrument 54-101 — *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“NI 54-101”), the undersigned, Francesco Tallarico, General Counsel & Corporate Secretary of the Company, in such capacity and not in his personal capacity, certifies for and on behalf of the Company, intending that the same may be relied upon by you without further inquiry, that:

1. in accordance with the requirements set out in section 2.20(a) of NI 54-101, arrangements have been made to have the proxy-related materials for the Meeting sent in compliance with NI 54-101 to all beneficial owners of applicable securities of the Company at least 21 days before the date fixed for the Meeting;
2. in accordance with the requirements set out in section 2.20(b) of NI 54-101, arrangements have been made to carry out all of the requirements of NI 54-101 in addition to those described in paragraph 1 above; and
3. the Company is relying upon section 2.20 of NI 54-101 in connection with the abridgment of certain of the time periods specified in NI 54-101 in respect of the Meetings.

DATED as of the 17th day of May, 2019.

THE FLOWR CORPORATION

<Signed> Francesco Tallarico
Francesco Tallarico
General Counsel & Corporate Secretary