

**QUALIFICATION CERTIFICATE
AS REQUIRED BY NATIONAL INSTRUMENT 44-101**

The Flowr Corporation

I, Alexander Dann, the Chief Financial Officer of The Flowr Corporation (the “**Issuer**”), hereby certifies that the Issuer satisfies the following criteria set out in Section 2.2 of National Instrument 44-101 Short Form Prospectus Distributions (“**NI 44-101**”) (capitalized terms utilized hereafter have the meanings assigned thereto in NI 44-101):

- (a) the Issuer is an electronic filer under National Instrument 13-101 - *System for Electronic Document Analysis and Retrieval (SEDAR)*;
- (b) the Issuer is a reporting issuer in at least one jurisdiction of Canada;
- (c) the Issuer has filed with the securities regulatory authority in each jurisdiction in which it is a reporting issuer all periodic and timely disclosure documents that it is required to have filed in that jurisdiction
 - (i) under applicable securities legislation;
 - (ii) pursuant to an order issued by the securities regulatory authority, or
 - (iii) pursuant to an undertaking to the securities regulatory authority, as applicable;
- (d) the Issuer has, in at least one jurisdiction in which it is a reporting issuer,
 - (i) current annual financial statements; and
 - (ii) a current annual information form;
- (e) the Issuer’s equity securities are listed and posted for trading on the TSX Venture Exchange, and the Issuer is not an issuer
 - (i) whose operations have ceased, or
 - (ii) whose principal asset is cash, cash equivalents, or its exchange listing.

I also certify that all of the material incorporated by reference in the preliminary short form base PREP prospectus of the Issuer has been previously filed.

DATED this 24th day of June, 2019.

THE FLOWR CORPORATION

By: "Alexander Dann"

Name: Alexander Dann

Title: Chief Financial Officer