

**FORM 6**

**CERTIFICATE OF COMPLIANCE**

**TO: CANADIAN SECURITIES EXCHANGE (“CSE”)**

Heritage Cannabis Holdings Corp. (the “Listed Issuer”) hereby certifies to CSE 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 Policy 1).

Date: October 8, 2020

*(Signed) "Elizabeth Thomas"*  
(Signature)

Elizabeth Thomas  
(Print Name)

Corporate Secretary  
(Print Office)