

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

Ayr Strategies Inc. (the “Listed Issuer”) hereby certifies to CSE that the Listed 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: August 7, 2020

Signed: /s/ Brad Asher
(Signature)

Brad Asher
(Print Name)

Chief Financial Officer
(Print Office)