

June 18, 2018

Canadian Securities Exchange
220 Bay Street, 9th Floor
Toronto, ON
M5J 2W4

Attention: Listings & Regulation

Dear Sirs:

Re: Empower Clinics Inc. Private Placement

Pursuant to section 2.7(a) of Policy 6- Distributions of the Policies and Procedures Manual of the Canadian Securities Exchange (the “CSE”), this is to confirm that Empower Clinics Inc. (the “Corporation”) has received the gross proceed in connection with the non-brokered private placement of 2,000,000 units of the Corporation (the “Units”) at an issuance price of \$0.31 per unit for aggregate gross proceeds of \$620,000. Each Unit consists of one common share in the capital of the Corporation (the “Common Shares”) and one warrant to purchase Common Shares at an exercise price of \$0.36 for one year from the date of issuance.

Please also find attached an executed CSE Certificate of Compliance along with the opinion of our legal counsel.

Yours truly,

EMPOWER CLINICS INC.

Signed: _____


Craig Snyder
President and Chief Executive Officer