

**FORM 6**

**CERTIFICATE OF COMPLIANCE**

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

FLOWER ONE HOLDINGS INC. (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: DECEMBER 23, 2019

Signed: (Signed) “Geoff Miachika”  
(Signature)

Geoff Miachika  
(Print Name)

Chief Financial Officer  
(Print Office)