

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

TILT 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: November 11, 2019

Signed: /s/ Tim Conder
(Signature)

Tim Conder
(Print Name)

Director and Chief Operating Officer
(Print Office)