

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

TILT Holdings, Inc. (the “Listed Issuer”) hereby certifies to CSE
[Name of Listed Issuer]

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 14, 2019.

Signed: “Tim Conder”
(Signature)

Tim Conder
Name of Director or Senior Officer

Chief Operating Officer
Official Capacity