



July 9, 2020

The Canadian Securities Exchange
First Canadian Place
100 King Street West, Suite 7210
Toronto Ontario M5X 1E1

Dear Sir/Madam:

On June 19, 2020, RMMI Corp. ("RMMI" or the "Issuer") entered into a biomass purchase agreement for 136,077 kg of high CBD hemp (the "Hemp Biomass") with Clearwater CannGrow Ltd. ("Clearwater") (the "Purchase Agreement"). The purchase price for the 136,077 kg of Hemp Biomass was to be satisfied through the issuance of 10,222,222 common shares ("Common Shares") of RMMI at a price of \$0.225 and deferred payment of \$2.5 million in cash payable from sale proceeds of the processed Hemp Biomass.

Under the terms of the Purchase Agreement, on or following June 19, 2020, as directed by RMMI, Clearwater would deliver the Hemp Biomass to RMMI at its Newell facility. The method of shipment was at the discretion of RMMI and Clearwater is responsible for the transportation costs of shipment. Clearwater represented to RMMI that it shall ensure that the Hemp Biomass will be delivered and shipped in compliance with all applicable law, including, but not limited to, the *Cannabis Act* (Canada) and the regulations thereunder, and that the Hemp Biomass shall be properly insured during transportation.

On July 6, 2020, RMMI issued 9,555,556 Common Shares to Clearwater (the "Share Consideration") in partial satisfaction of the purchase price for one component of the Purchase Agreement. The Share Consideration is subject to a voluntary escrow. An additional 666,666 Common Shares are expected to be issued in the near future at the direction of Clearwater.

Thank you

Sincerely,

Peter Cheung
Interim Chief Executive Officer