



October 31, 2018

Maricann Group Inc.
845 Harrington Court
Unit 3
Burlington, Ontario
L7N 3P3

RE: Maricann Group Inc. (the "Corporation")

Unless otherwise defined herein, capitalized terms used herein have the meanings ascribed to such terms in the Indentures (as such term is defined below).

Upon the execution of the warrant indenture (the "**Indentures**") dated October 31, 2018 between TSX Trust Company and the Corporation, TSX Trust Company will be duly appointed as the Warrant Agent for the Warrants under the terms of the Indentures.

Yours Truly,
TSX Trust Company

Per:

A handwritten signature in black ink, appearing to read "Ian Park", written over a horizontal line.

Ian Park
Corporate Trust Officer
Telephone: 416.607.7924
Email: ian.park@tmx.com