

**UNDERTAKING**

**TO:** ONTARIO SECURITIES COMMISSION  
**AND TO:** ALBERTA SECURITIES COMMISSION  
BRITISH COLUMBIA SECURITIES COMMISSION  
THE MANITOBA SECURITIES COMMISSION  
FINANCIAL AND CONSUMER SERVICES COMMISSION (NEW BRUNSWICK)  
NOVA SCOTIA SECURITIES COMMISSION  
FINANCIAL AND CONSUMER AFFAIRS AUTHORITY OF SASKATCHEWAN

**(the “Regulators” and each a ‘Regulator’)**

**RE: PUBLIC OFFERING OF UNITS PURSUANT TO PROSPECTUS DATED  
JANUARY 26, 2021**

The undersigned, for and on behalf of Red Light Holland Corp. (the “**Corporation**”), hereby undertakes to each regulator that it will file the warrant indenture entered into with respect to the warrants to be issued pursuant to the above-noted offering promptly upon becoming effective and, in any event, no later than seven days after the execution of such warrant indenture.

DATED as of January 26, 2021.

Yours truly,

**RED LIGHT HOLLAND CORP.**

*“Todd Shapiro”*

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Per: Todd Shapiro  
Chief Executive Officer