

ADASTRA LABS HOLDINGS LTD.

5451 – 275 Street
Langley, BC V4W 3X8

Date: November 18, 2020

RE: Meeting of the shareholders of Adastra Labs Holdings Ltd. (the “Company”) to be held on December 18, 2020 (the “Meeting”)

I Stephen Brohman, Chief Financial Officer of the Company hereby certify in my capacity as an officer of the Company, for and on behalf of the Company, and not in my personal capacity, that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the “Instrument”), to all beneficial owners of the Company at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) the Company is relying upon section 2.20 of the Instrument to abridge the time prescribed in subsection 2.5(1) of the Instrument.

The terms “beneficial owner” and “proxy-related materials” as used in this Certificate shall have the respective meanings ascribed thereto in NI 54-101.

/s/ Stephen Brohman

Stephen Brohman
Chief Financial Officer