

BODY AND MIND INC.

**Suite 750, 1095 West Pender Street
Vancouver, BC V6E 2M6
Tel: 800-361-6312
www.bamcannabis.com**

December 2, 2020

**Re: Annual Meeting of Shareholders of Body and Mind Inc.
to be held on February 17, 2021 (the “Meeting”)**

I, Michael Mills, Chief Executive Officer of **Body and Mind Inc.** (the “**Company**”), hereby certify 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 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 on section 2.20 of the Instrument to abridge the time prescribed in subsections 2.1(b), 2.2(1) and 2.5(1) of the Instrument.

“Michael Mills”

Michael Mills, Chief Executive Officer