



## QUALIFICATION CERTIFICATE

VIA SEDAR

British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission

**Re: Sunniva Inc. (the “Company”)  
Preliminary Short Form Prospectus dated March 12, 2018 (the “Preliminary Prospectus”)**

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This certificate is being delivered pursuant to subsection 4.1(1)(a)(ii) of National Instrument 44-101 – *Short Form Prospectus Distributions* (“NI 44-101”).

The Corporation is relying on the qualification criteria set out in section 2.2 of NI 44-101 in order to be qualified to file a prospectus in the form of a short form prospectus and the undersigned officer of the Company hereby certifies, for and on behalf of the Company and not in his personal capacity, that: (i) the Company has satisfied all of the qualification criteria set out in section 2.2 of NI 44-101 with the exception of subsection 2.2(d) of NI 44-101, as the Company is relying on the exemption provided for in section 2.7(1) of NI 44-101; and (ii) all of the material incorporated by reference in the Preliminary Prospectus and not previously filed, if any, is being filed with the Preliminary Prospectus.

**DATED** this 12th day of March, 2018.

**SUNNIVA INC.**

Per: *“Benjamin Rootman”*

**Benjamin Rootman**

Vice President Legal, Compliance and Regulatory  
Affairs and Corporate Secretary