

**NOTICE DECLARING INTENTION TO BE QUALIFIED UNDER
NATIONAL INSTRUMENT 44-101 SHORT FORM PROSPECTUS DISTRIBUTIONS
("NI 44-101")**

February 10, 2021

TO: British Columbia Securities Commission

AND TO: Alberta Securities Commission
Ontario Securities Commission

Nextleaf Solutions Ltd. (the "**Issuer**") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

NEXTLEAF SOLUTIONS LTD.

Per: (signed) "Paul Pedersen"
Paul Pedersen
Chief Executive Officer