

## QUALIFICATION CERTIFICATE

**Nextleaf Solutions Ltd.**  
(the “**Issuer**”)

**TO: British Columbia Securities Commission, as principal regulator**

**AND TO: The securities commission or similar regulatory authority in each of the other provinces and territories of Canada**

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The undersigned is the duly appointed Chief Executive Officer of the Issuer and hereby certifies, on behalf of the Issuer, and not in his personal capacity, that:

1. The Issuer is relying on eligibility criteria set forth in Part 2.2 of National Instrument 44-101 *Short Form Prospectus Distributions* (“**NI 44-101**”) and National Instrument 44-102 *Shelf Distributions* (“**NI 44-102**”) in order to be qualified to file a prospectus in the form of a short form prospectus;
2. The Issuer has satisfied all of the qualification criteria set out in Part 2.2 of NI 44-101 and Part 2.2 of NI 44-102;
3. All material incorporated by reference in the preliminary short form base shelf prospectus and not previously filed is being filed with the preliminary short form base shelf prospectus; and
4. All terms not otherwise defined herein have the meanings attributed thereto in NI 44-101.

**DATED** the 15<sup>th</sup> day of November, 2021.

*“Paul Pederson”*

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Paul Pedersen  
Chief Executive Officer  
Nextleaf Solutions Ltd.  
*Authorized Signing Officer*