

UNDERTAKING REGARDING MATERIAL CONTRACTS

TO: Ontario Securities Commission, as the Principal Regulator

RE: Cannabis Strategies Acquisition Corp. (the "Issuer") - Non-Offering Prospectus dated February 15th, 2019 (the "Prospectus")

In connection with the filing of the Prospectus, the Issuer hereby undertakes to file the Exchange Rights Agreements, the Management Services Agreements and the Operations Agreement with the principal regulator on SEDAR under the same project number as that of the Prospectus promptly, and in any event within seven (7) days after the Exchange Rights Agreements, Management Services Agreements and Operations Agreement have been executed.

Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Prospectus.

[Remainder of page left intentionally blank. Signature page follows.]

DATED this 15th day of February, 2019.

**CANNABIS STRATEGIES ACQUISITION
CORP.**

By: (Signed) Jonathan Sandelman
Name: Jonathan Sandelman
Title: Chief Executive Officer,
Chairman and Corporate Secretary