

UNDERTAKING REGARDING RESTRICTED SECURITIES

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities (Prince Edward Island)
Office of the Superintendent of Securities Service Newfoundland and Labrador
Northwest Territories Securities Office
Nunavut Securities Office
Office of the Superintendent of Securities (Yukon Territory)

RE: Filing of final long form prospectus dated February 15, 2019 of Cannabis Strategies Acquisition Corp. (the "Issuer") (the "Final Prospectus")

All capitalized terms not herein defined shall have the meanings attributed to them in the Final Prospectus.

The Issuer hereby undertakes pursuant to section 9.2(a)(xiii) of National Instrument 41-101 - *General Prospectus Requirements*, to give notice to holders of its Subordinate Voting Shares of a meeting of securityholders if a notice of such meeting is given to registered holders of Multiple Voting Shares.

This undertaking is conditioned on the closing of the Issuer's qualifying transaction pursuant to which the Issuer shall acquire the businesses of LivFree Wellness, LLC, Washoe Wellness LLC, The Canopy NV, LLC, Sira Naturals, Inc. and Cannapunch of Nevada LLC.

[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