



April 29, 2021

Re: Plan of Arrangement of Sunniva Inc. (the "Company")

Dear Sirs/Mesdames:

As you may know:

1. The Company is subject to a failure-to-file cease trade order (the "**Cease Trade Order**") issued by the regulator or security regulatory authority in each of British Columbia and Ontario (together, the "**Regulators**"). The Cease Trade Order is applicable to the securities of the Company. Enclosed is a copy of the Cease Trade Order.
2. On October 9, 2020, the Company and its Canadian subsidiaries commenced proceedings under the *Companies Creditors Arrangement Act* (the "**CCAA Proceedings**"). In the CCAA Proceedings, the Company and its subsidiaries presented an Amended Consolidated Plan of Compromise and Arrangement (the "**Plan**"). A copy of the Plan and the Plan Approval Order are available at the website maintained by Alvarez & Marsal Inc., in its capacity as the court-appointed Monitor in the CCAA Proceedings at: <https://www.alvarezandmarsal.com/sunniva>
3. On April 26, 2021, the Regulators granted a partial revocation to the Cease Trade Order (the "**Partial Revocation Order**"). The Partial Revocation Order permits the Company to issue common shares in the capital of the Company in connection with a debt-to-equity conversion (the "**Proposed Transaction**") contemplated under the Plan. Enclosed is a copy of the Partial Revocation Order.

The Company intends to issue you shares to implement the Plan. Pursuant to the Partial Revocation Order, please note that all of the Company's securities, including the securities issued in connection with the Proposed Transaction, will remain subject to the Cease Trade Order until such order is revoked and that the issuance of the partial revocation order does not guarantee the issuance of a full revocation in the future.

Please confirm your receipt of this notice by signing the acknowledgment at the bottom and returning a scanned copy to the Company by email at aholler@sunniva.com as soon as possible.

If you have any questions, please contact Anthony Holler at aholler@sunniva.com.

Yours truly,

A handwritten signature in black ink, appearing to read "A. Holler", written over a horizontal line.

Receipt acknowledged this ____ day of _____, 2021.

Per: _____
Name: _____