

POSITION DESCRIPTION FOR THE CHAIR OF THE BOARD

NOVA CANNABIS INC.

Effective as and from June 21, 2021

INTRODUCTION

The term "**Corporation**" refers to Nova Cannabis Inc.; the term "**Director**" refers to a director of the Corporation; the term "**Board**" refers to the board of Directors of the Corporation; and the term "**Chair**" refers to the Chair of the Board.

1. As permitted by the Bylaws of the Corporation, the Board has concluded that the Chair shall be appointed by, and reports to, the Board.
2. The Chair's primary role is to work with the Chief Executive Officer ("**CEO**") of the Corporation and the Directors to ensure effective relations with Board, shareholders, other stakeholders and the public.
3. The Chair shall maintain ongoing communications with the CEO and the Board and co-ordinate CEO interaction with the Board (ensuring that the responsibilities of the CEO are well understood by the Board).
4. The Chair shall also manage the affairs of the Board (including chairing meetings of the Board), ensure the Board is organized properly, functioning effectively, and discharging its obligations and responsibilities.

APPOINTMENT

1. The Chair will be appointed by the Board and will have the competencies and skills recommended by the Board, or by any special governance committee established by the Board, and agreed to by the Board.

DUTIES AND RESPONSIBILITIES

1. Working With the Corporation and Chief Executive Officer

The Chair has the responsibility to:

- (a) coordinate overall CEO interaction with the Board;
 - (b) work in conjunction with the CEO on major strategic issues affecting the Corporation (and its affiliates);
 - (c) work closely with the CEO to ensure the CEO's annual business plan and long-term strategic plan are appropriately represented to the Board;
 - (d) when requested by the CEO, provide advice to the CEO on major policy issues, and work in conjunction with the CEO on acquisitions, divestitures and strategic initiatives; and
 - (e) when requested by the CEO, assist the CEO in representing the Corporation at senior levels of industry, government, and community to promote specific objectives of the Corporation.
2. Working with the Board

The Chair has the responsibility to:

- (a) ensure the Board is aware of and in compliance with its obligations to the Corporation, its shareholders, and other stakeholders pursuant to the law;
- (b) assist the Board in its recommendation of any committee members and committee chair appointments to the Board for approval and its review of the need for, and the performance and suitability of those committees;
- (c) establish the frequency of Board meetings and review such frequency from time to time, as considered appropriate or as requested by the Board (and in accordance with the law);
- (d) ensure the coordination of the agenda, information packages and related events for Board meetings in conjunction with the CEO, the CFO and the Corporate Secretary;
- (e) chair Board meetings;
- (f) where not independent, work closely with the lead Director of the Board (the "**Lead Director**") to ensure an independent perspective subsists on the Board and the Board's obligations and responsibilities relating to matters of corporate governance are effectively discharged in accordance with the position description for the Lead Director;
- (g) ensure the Board receives regular updates from the CEO with respect to the business operations of the Corporation;
- (h) maintain a liaison and communication with all directors and committee chairs to coordinate input from directors, and optimize the effectiveness of the Board and its committees;
- (i) in collaboration with the CEO and the CFO, ensure information requested by directors or committees of the Board is provided and meets their needs; and
- (j) act as chair at meetings of the shareholders of the Corporation (or designate individuals to act as chair).

3. Monitoring Business Affairs

The Chair has responsibility to liaise with the Board:

- (a) in monitoring and reviewing the business and affairs of the Corporation (and its affiliates);
- (b) in considering appropriate measures it may take if the performance of Corporation falls short of its goals or other special circumstances warrant; and
- (c) in considering, monitoring and reviewing acquisitions, divestitures and strategic initiatives (in accordance with the Mandate of the Board of Directors).

4. Relations with Shareholders, other Stakeholders and the Public

The Chair has the responsibility to:

- (a) when requested by the CEO and then in conjunction with the CEO, ensure the Corporation and, where applicable, the Board are appropriately represented at official functions and meetings with major shareholder groups, and other stakeholder groups; and

- (b) when requested by the CEO, undertake public service activities, in conjunction with the CEO and relevant committees, in connection with the charitable, educational and cultural activities and objectives of the Corporation.