

**SUNDIAL GROWERS INC.  
CHIEF EXECUTIVE OFFICER  
POSITION DESCRIPTION**

**Effective as and from September 25, 2019**

**Appointment**

The Chief Executive Officer (the “**CEO**”) of Sundial Growers Inc. (the “**Corporation**”) shall have such skills and abilities appropriate to the appointment as CEO as determined by the board of directors of the Corporation (the “**Board**”).

The CEO shall be a duly elected or appointed member of the Board. The CEO is not an independent director of the Corporation and shall not be a member of any committee that is required by applicable laws to be comprised solely of independent directors.

**Responsibilities**

The CEO, in exercising his powers and discharging his duties, is responsible to act honestly and in good faith with a view to the best interests of the Corporation and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. The CEO shall have the specific duties set out below and shall have such powers and duties as the Board may delegate.

The CEO shall also present annual performance targets to the Compensation Committee for approval, which shall consist of personal and corporate goals and shall review annually with the Compensation Committee his performance against such targets.

**Specific Duties**

The CEO shall:

1. Provide leadership and be accountable for the development and effective execution of the Corporation’s enterprise vision, direction, strategy and plans to maximize value creation for all shareholders of the Corporation.
2. Set the ethical tone for the Corporation and its management, including: (i) overseeing the administration and implementation of, and compliance with, the Corporation’s policies and procedures, including the Corporation’s Code of Business and Ethics; (ii) taking all reasonable steps to satisfy the Board as to the integrity of the Chief Financial Officer (the “**CFO**”) and other senior officers; and (iii) take all reasonable steps to satisfy the Board that the CFO and other senior officers create a culture of integrity throughout the organization.
3. Develop a strong organization with the right people in the right positions and provide leadership and mentorship to the senior corporate leaders.
4. Provide general supervision and management of the day-to-day affairs of the Corporation.
5. Provide stewardship for: (i) the Corporation’s investments; and (ii) the Corporation’s expenditures within financial plans and budgets approved by the Board and, where required, the Audit Committee.
6. Develop long-term and short-term strategic plans and an annual financial plan for review and approval by the Board and effectively implement the approved plan. Review and report regularly

to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement.

7. Develop an annual capital budget for review and approval by the Board and effectively implement the approved budget. Authorize the commitment of funds to capital projects included in budgets approved by the Board.
8. Develop senior management succession and development plans and report to the Board at least annually on such plans. Recommend candidates for appointment as officers of the Corporation to the Board. Recommend appointments to senior management, monitor performance of senior management and provide feedback and training as appropriate.
9. Communicate, in a timely fashion, with the Board on material matters affecting the Corporation.
10. Manage relationships with the Corporation's stakeholders, including key regulatory agencies and financial partners, subject to compliance with the Corporation's Corporate Disclosure Policy as may be adopted and amended from time to time.
11. Represent the Corporation at critical business, industry and public events.
12. Approve commitments within the limits of authority delegated to the CEO by the Board.
13. Ensure appropriate policies and procedures of the Corporation are developed, maintained and disclosed.
14. Ensure that the Corporation's financial performance is properly reported to securityholders and regulators on a timely and regular basis.
15. Identify the principal risks of the Corporation's business and implement appropriate systems to manage these risks.
16. Provide appropriate certifications regarding the Corporation and its activities, as may be required from time to time.

### **Review of Position Description**

The Board shall review the adequacy of this position description annually or otherwise as it deems appropriate (so long as such review is conducted at least on an annual basis). Such review shall include the evaluation of the performance of the CEO in light of this position description.