



Bennett Jones

**Bennett Jones LLP**  
3400 One First Canadian Place, P.O. Box 130  
Toronto, Ontario, M5X 1A4 Canada  
T: 416.863.1200  
F: 416.863.1716

February 11, 2021

**VIA SEDAR**

**Ontario Securities Commission (principal regulator)**

Alberta Securities Commission

British Columbia Securities Commission

Financial and Consumer Affairs Authority of Saskatchewan

The Manitoba Securities Commission

Nova Scotia Securities Commission

Financial and Consumer Services Commission (New Brunswick)

Office of the Superintendent of Securities, Service Newfoundland and Labrador

Office of the Superintendent of Securities, Prince Edward Island

Dear Sirs/Mesdames:

**Re: FSD Pharma Inc. (the "Corporation") – Prospectus Supplement**

We refer to the prospectus supplement dated February 11, 2021 (the "**Prospectus Supplement**") to the short form base shelf prospectus of the Corporation dated June 16, 2020, qualifying the distribution by the Corporation, from time to time, of Class B Subordinate Voting Shares of the Corporation having an aggregate offering price of up to US\$20,000,000.

We hereby consent to the reference to our name in the cover page to the Prospectus Supplement and under the headings "*Legal Matters*" and "*Interest of Experts*" within the Prospectus Supplement.

Yours truly,

**BENNETT JONES LLP**

(signed) "*Bennett Jones LLP*"