

# Cassels

## FILED BY SEDAR

February 17, 2021

Ontario Securities Commission  
British Columbia Securities Commission  
Alberta Securities Commission  
Saskatchewan Financial and Consumer Affairs Authority  
The Manitoba Securities Commission  
Financial and Consumer Services Commission, New Brunswick  
Nova Scotia Securities Commission

Dear Sirs/Mesdames:

**RE: Red Light Holland Corp. (the “Corporation”)  
Final Short Form Prospectus dated February 17, 2021  
(the “Prospectus”)**

We refer to the Prospectus of the Corporation in connection with an offering of units of the Corporation.

We, as counsel to the Underwriter, hereby consent to the use of and reference to our opinion under the heading “Eligibility for Investment” and to the reference to our firm name on page iii of the Prospectus and under the heading “Legal Matters”.

We confirm that we have read the Prospectus and that we have no reason to believe that there are any misrepresentations in the information contained therein that is derived from our opinion referred to above or that is within our knowledge as a result of the services we performed in connection with such opinion.

Yours truly,

*“Cassels Brock & Blackwell LLP”*