

August 8, 2019

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

Dear Sir/Madam:

**Re: Acreage Holdings, Inc.**

We refer to the final Short Form Base Shelf Prospectus (the "**Prospectus**") of Acreage Holdings, Inc. (the "**Company**") dated August 8, 2019 relating to the offering for sale of up to US\$800,000,000 in the aggregate of subordinate voting shares, debt securities, warrants, subscription receipts, and units of the Company.

We consent to being named in the Prospectus and to the use through incorporation by reference in the Prospectus of our fairness opinion dated April 17, 2019 which we prepared for the board of directors of the Company in connection with the plan of arrangement involving the Company and Canopy Growth Corporation.

Yours truly,

*Canaccord Genuity Corp.*

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