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May 14, 2019

**VIA SEDAR**

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  
Office of the Superintendent of Securities, Prince Edward Island  
Securities NL, Government of Newfoundland and Labrador

Dear Sirs/Mesdames:

**Re: Trulieve Cannabis Corp. - Final Short Form Base Shelf Prospectus dated May 14, 2019**

We refer to the final short form base shelf prospectus (the “**Prospectus**”) of Trulieve Cannabis Corp. (the “**Corporation**”) dated May 14, 2019 relating to the issue of up to \$250,000,000 of subordinate voting shares, debt securities, warrants, subscription receipts and units of the Corporation.

We hereby consent to the references to our 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 in the Prospectus that are derived from our opinions in the Prospectus or that are within our knowledge as a result of the services we performed in the preparation of the Prospectus.

Sincerely,

**DLA Piper (Canada) LLP**

(signed) “DLA Piper (Canada) LLP”