



March 5, 2024

FILED BY SEDAR+

Ontario Securities Commission
Alberta Securities Commission
British Columbia Securities Commission
Manitoba Securities Commission
Autorité des Marchés Financiers (Québec)
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Financial and Consumer Affairs Authority of Saskatchewan
Office of the Superintendent of Securities, Service Newfoundland & Labrador
The Office of the Superintendent Securities (Prince Edward Island)
Office of the Superintendent of Securities for Nunavut
Office of the Yukon Superintendent of Securities
Office of the Superintendent of Securities for the Northwest Territories
Dear Sirs/Mesdames:

**Re: Planet 13 Holdings Inc. (the "Corporation")
MJDS Prospectus Supplement dated March 5, 2024**

We refer to the (final) prospectus supplement of the Corporation dated March 5, 2024 (the "**Prospectus Supplement**") to the (final) multijurisdictional disclosure system ("**MJDS**") shelf prospectus dated October 17, 2023 (the "**MJDS Shelf Prospectus**") and, together with the Prospectus Supplement, the "**Prospectus**") relating to the distribution of units by the Corporation.

We hereby consent to the reference to our firm name on the cover page of the Prospectus. We hereby also consent to the reference to our name under the heading "Legal Matters" in the Prospectus.

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 referred to above or that are within our knowledge as a result of the services we performed in connection with such opinions.

Yours truly,


Holley Driggs Ltd.