



Deloitte LLP
8 Adelaide Street West
Suite 200
Toronto, Ontario
M5H 0A9
Canada

March 29, 2018

Tel: 416-650-6150
Fax: 416-650-6151
www.deloitte.ca

To: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission (New Brunswick)
Superintendent of Securities, Department of Justice and Public Safety, Prince Edward Island
Nova Scotia Securities Commission
Securities Commission of Newfoundland and Labrador

Dear Sirs/Mesdames:

RE: The Green Organic Dutchman Holdings Ltd. (the "Company")

We refer to the prospectus of the Company dated March 29, 2018 relating to the sale and issue of units of the Company.

We consent to being named and to the use, in the above-mentioned prospectus, of our report dated October 19, 2017 to the Board of Directors of the Company on the following financial statements:

- Consolidated statement of financial position as at December 31, 2016 of the Company;
- Consolidated statement of operations and comprehensive loss, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the period from the date of incorporation on November 16, 2016 to December 31, 2016 of the Company, and a summary of accounting policies and other explanatory information.

We also consent to being named and to the use, in the above-mentioned prospectus, of our report dated March 29, 2018 to the Directors of The Green Organic Dutchman Ltd. ("TGOD") on the following financial statements:

- Statements of financial position as at November 23, 2016 and as at December 31, 2015 and 2014 of TGOD; and
- Statements of operations and comprehensive loss, statements of changes in shareholders' deficit and statements of cash flows for the period ended November 23, 2016 and for the two years ended December 31, 2015 and 2014 of TGOD, and a summary of significant accounting policies and other explanatory information.

We report that we have read the prospectus and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the financial statements upon which we have reported or that are within our knowledge as a result of our audits of such financial statements. We have complied with Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours very truly,

/s/ Deloitte LLP

Chartered Professional Accountants
Licensed Public Accountants