

**THE GREEN ORGANIC DUTCHMAN HOLDINGS LTD.**

**6205 Airport Road, Building A – Suite 301  
Mississauga, Ontario L4V 1E3  
Tel: (905) 304-4201  
Email: invest@tgod.ca**

October 24, 2018

**Re: Annual General and Special Meeting of Shareholders  
of The Green Organic Dutchman Holdings Ltd.  
to be held on December 6, 2018 (the “Meeting”)**

I Brian D. Athaide, Chief Executive Officer, of The Green Organic Dutchman Holdings Ltd. (the “Corporation”), hereby certify that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 (the “Instrument”), to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) the Corporation is relying on section 2.20 of the Instrument to abridge the time prescribed in subsections 2.1(b), 2.2(1) and 2.5(1) of the Instrument.

**THE GREEN ORGANIC DUTCHMAN HOLDINGS LTD.**

Per:

*/s/ “Brian D. Athaide”*

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Brian D. Athaide  
Chief Executive Officer