

THE GREEN ORGANIC DUTCHMAN HOLDINGS LTD.

Qualification Certificate

TO: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Prince Edward Island
Office of the Superintendent of Securities Service, Newfoundland and Labrador

Re: **Preliminary Short Form Prospectus dated May 26, 2020
(the “Prospectus”)**

I, Brian Athaide, Chief Executive Officer of The Green Organic Dutchman Holdings Ltd. (the “Issuer”), hereby advise that the Issuer is relying on the qualification criteria set forth in section 2.2 of National Instrument 44-101 – *Short Form Prospectus Distributions* (“NI 44-101”) in order to be qualified to file a prospectus in the form of a short form prospectus, and certify that:

- (a) all of those qualification criteria have been satisfied; and
- (b) all of the material incorporated by reference in the Prospectus and not previously filed is being filed with the Prospectus.

This certificate is given pursuant to the requirement set out in paragraph 4.1(a)(ii) of NI 44-101.

Dated the 26th day of May, 2020.

**THE GREEN ORGANIC DUTCHMAN
HOLDINGS LTD.**

By: (s) *Brian Athaide*

Name: Brian Athaide

Title: Chief Executive Officer