

June 9, 2020

**BY SEDAR**

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

Dear Sirs/Mesdames:

**Re: The Green Organic Dutchman Holdings Ltd.  
Final Short Form Prospectus dated June 9, 2020**

We refer to the final short form prospectus of The Green Organic Dutchman Holdings Ltd. (the "**Company**") dated June 9, 2020 (the "**Prospectus**").

We hereby consent to being named on the cover page of the Prospectus, on page 3 under the heading "*Eligibility for Investment*" and on page 31 under the heading "*Legal Matters*".

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from our opinion referred to therein or that is within our knowledge as a result of services that we have performed in connection with those matters that are the subject of our opinion.

Yours truly,

*(signed) Miller Thomson LLP*

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